

(12) INTERNATIONAL APPLICATION PUBLISHED UNDER THE PATENT COOPERATION TREATY (PCT)

(19) World Intellectual Property Organization  
International Bureau



(43) International Publication Date  
30 May 2003 (30.05.2003)

PCT

(10) International Publication Number  
**WO 03/043975 A1**

(51) International Patent Classification<sup>7</sup>: **C07C 235/84**,  
A61K 31/165, A61P 25/28

Christina M [US/US]; 30 Greentree, Apt. #31A, Battle Creek, MI 49015 (US).

(21) International Application Number: PCT/US02/36999

(74) Agent: **TULLY, Paul, S.**; McDonnell Boehnen Hulbert & Berghoff, 300 South Wacker Drive, Suite 3200, Chicago, IL 60606 (US).

(22) International Filing Date:  
19 November 2002 (19.11.2002)

(25) Filing Language: English

(26) Publication Language: English

(30) Priority Data:  
60/333,081 19 November 2001 (19.11.2001) US  
60/334,000 28 November 2001 (28.11.2001) US  
60/362,752 8 March 2002 (08.03.2002) US

(81) Designated States (*national*): AE, AG, AL, AM, AT, AU, AZ, BA, BB, BG, BR, BY, BZ, CA, CH, CN, CO, CR, CU, CZ, DE, DK, DM, DZ, EC, EE, ES, FI, GB, GD, GE, GH, GM, HR, HU, ID, IL, IN, IS, JP, KE, KG, KP, KR, KZ, LC, LK, LR, LS, LT, LU, LV, MA, MD, MG, MK, MN, MW, MX, MZ, NO, NZ, OM, PH, PL, PT, RO, RU, SD, SE, SG, SI, SK, SL, TJ, TM, TN, TR, TT, TZ, UA, UG, US, UZ, VN, YU, ZA, ZM, ZW.

(84) Designated States (*regional*): ARIPO patent (GH, GM, KE, LS, MW, MZ, SD, SL, SZ, TZ, UG, ZM, ZW), Eurasian patent (AM, AZ, BY, KG, KZ, MD, RU, TJ, TM), European patent (AT, BE, BG, CH, CY, CZ, DE, DK, EE, ES, FI, FR, GB, GR, IE, IT, LU, MC, NL, PT, SE, SK, TR), OAPI patent (BF, BJ, CF, CG, CI, CM, GA, GN, GQ, GW, ML, MR, NE, SN, TD, TG).

(71) Applicants (*for all designated States except US*): **ELAN PHARMACEUTICALS, INC.** [US/US]; 800 Gateway Boulevard, South San Francisco, CA 94080 (US). **PHARMACIA & UPJOHN COMPANY** [US/US]; 301 Henrietta, Kalamazoo, MI 49007 (US).

(72) Inventors; and

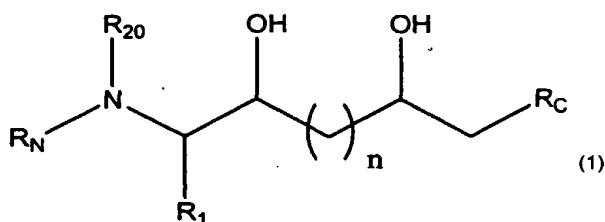
(75) Inventors/Applicants (*for US only*): **ROMERO, Arthur, Glenn** [US/US]; 6629 Morningstar Way, Kalamazoo, MI 49009 (US). **SCHOSTAREZ, Heinrich** [US/US]; 3236 Lost Pine Way, Portage, MI 49024 (US). **ROELS,**

Published:

— with international search report

For two-letter codes and other abbreviations, refer to the "Guidance Notes on Codes and Abbreviations" appearing at the beginning of each regular issue of the PCT Gazette.

(54) Title: AMINE 1,2- AND 1,3-DIOL COMPOUNDS AND THEIR USE FOR TREATMENT OF ALZHEIMER'S DISEASE



(57) Abstract: Disclosed are compounds of formula (1): and pharmaceutically acceptable salts and esters thereof, useful in treating and/or preventing Alzheimer's disease and other similar diseases, wherein  $R_n$ ,  $R_c$ ,  $R_1$ ,  $n$  and  $R_{20}$  are defined herein. These compounds include inhibitors of the  $\beta$ -secretase enzyme that are useful in the treatment of Alzheimer's disease and other diseases characterized by deposition of A  $\beta$  peptide in a mammal. The compounds of the invention are useful in pharmaceutical compositions and methods of treatment to reduce A  $\beta$  peptide formation.

WO 03/043975 A1

## AMINE 1,2- AND 1,3-DIOL COMPOUNDS AND THEIR USE FOR TREATMENT OF ALZHEIMER'S DISEASE

5

Background of the InventionField of the Invention

10        This invention relates to amine 1,2- and 1,3-diol derivatives and more specifically to such compounds that are useful in the treatment and/or prevention of Alzheimer's disease and similar diseases. More specifically the invention relates to substituted amine 1,2- and 1,3-diols that are capable of  
15        inhibiting beta-secretase, an enzyme that cleaves amyloid precursor protein to produce amyloid beta peptide (A beta), a major component of the amyloid plaques found in the brains of Alzheimer's sufferers.

Description of Related Art

20        Alzheimer's disease (AD) is a progressive degenerative disease of the brain primarily associated with aging. Clinical presentation of AD is characterized by loss of memory, cognition, reasoning, judgment, and orientation. As the disease progresses, motor, sensory, and linguistic abilities are also  
25        affected until there is global impairment of multiple cognitive functions. These cognitive losses occur gradually, but typically lead to severe impairment and eventual death in the range of four to twelve years.

      Alzheimer's disease is characterized by two major  
30        pathologic observations in the brain: neurofibrillary tangles and beta amyloid (or neuritic) plaques, comprised predominantly of an aggregate of a peptide fragment know as A beta. Individuals with AD exhibit characteristic beta-amyloid deposits in the brain (beta amyloid plaques) and in cerebral blood  
35        vessels (beta amyloid angiopathy) as well as neurofibrillary tangles. Neurofibrillary tangles occur not only in Alzheimer's disease but also in other dementia-inducing disorders. On

autopsy, large numbers of these lesions are generally found in areas of the human brain important for memory and cognition.

Smaller numbers of these lesions in a more restricted anatomical distribution are found in the brains of most aged humans who do not have clinical AD. Amyloidogenic plaques and vascular amyloid angiopathy also characterize the brains of individuals with Trisomy 21 (Down's Syndrome), Hereditary Cerebral Hemorrhage with Amyloidosis of the Dutch-Type (HCHWA-D), and other neurodegenerative disorders. Beta-amyloid is a defining feature of AD, now believed to be a causative precursor or factor in the development of disease. Deposition of A beta in areas of the brain responsible for cognitive activities is a major factor in the development of AD. Beta-amyloid plaques are predominantly composed of amyloid beta peptide (A beta, also sometimes designated betaA4). A beta peptide is derived by proteolysis of the amyloid precursor protein (APP) and is comprised of 39-42 amino acids. Several proteases called secretases are involved in the processing of APP.

Cleavage of APP at the N-terminus of the A beta peptide by beta-secretase and at the C-terminus by one or more gamma-secretases constitutes the beta-amyloidogenic pathway, i.e. the pathway by which A beta is formed. Cleavage of APP by alpha-secretase produces alpha-sAPP, a secreted form of APP that does not result in beta-amyloid plaque formation. This alternate pathway precludes the formation of A beta peptide. A description of the proteolytic processing fragments of APP is found, for example, in U.S. Patent Nos. 5,441,870; 5,721,130; and 5,942,400.

An aspartyl protease has been identified as the enzyme responsible for processing of APP at the beta-secretase cleavage site. The beta-secretase enzyme has been disclosed using varied nomenclature, including BACE, Asp, and Memapsin. See, for example, Sindha et al., 1999, Nature 402:537-554 (p501) and published PCT application WO00/17369.

Several lines of evidence indicate that progressive cerebral deposition of beta-amyloid peptide (A beta) plays a seminal role in the pathogenesis of AD and can precede cognitive symptoms by years or decades. See, for example, Selkoe, 1991, 5 *Neuron* 6:487. Release of A beta from neuronal cells grown in culture and the presence of A beta in cerebrospinal fluid (CSF) of both normal individuals and AD patients has been demonstrated. See, for example, Seubert et al., 1992, *Nature* 359:325-327.

10 It has been proposed that A beta peptide accumulates as a result of APP processing by beta-secretase, thus inhibition of this enzyme's activity is desirable for the treatment of AD. *In vivo* processing of APP at the beta-secretase cleavage site is thought to be a rate-limiting step in A beta production, and is 15 thus a therapeutic target for the treatment of AD. See for example, Sabbagh, M., et al., 1997, *Alz. Dis. Rev.* 3, 1-19.

BACE1 knockout mice fail to produce A beta, and present a normal phenotype. When crossed with transgenic mice that over express APP, the progeny show reduced amounts of A beta in brain 20 extracts as compared with control animals (Luo et al., 2001 *Nature Neuroscience* 4:231-232). This evidence further supports the proposal that inhibition of beta-secretase activity and reduction of A beta in the brain provides a therapeutic method for the treatment of AD and other beta amyloid disorders.

25 At present there are no effective treatments for halting, preventing, or reversing the progression of Alzheimer's disease. Therefore, there is an urgent need for pharmaceutical agents capable of slowing the progression of Alzheimer's disease and/or preventing it in the first place.

30 Compounds that are effective inhibitors of beta-secretase, that inhibit beta-secretase-mediated cleavage of APP, that are effective inhibitors of A beta production, and/or are effective to reduce amyloid beta deposits or plaques, are needed for the treatment and prevention of disease characterized by amyloid 35 beta deposits or plaques, such as AD.

Various pharmaceutical agents have been proposed for the treatment of Alzheimer's disease but without any real success.

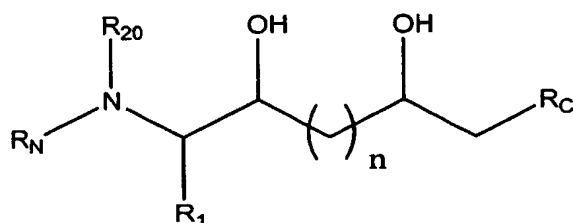
At present there are no effective treatments for halting, preventing, or reversing the progression of Alzheimer's disease.

- 5 There is an urgent need for compounds capable of slowing A-beta peptide production and/or deposition in the brain, which presents a therapeutic approach to treatment of Alzheimer's disease.

### Summary of the Invention

The invention provides compounds of the formulae below, pharmaceutical compositions containing the compounds, and  
 5 methods useful in the treatment of Alzheimer's disease. More specifically, it provides compounds that are capable of inhibiting beta-secretase, an enzyme that cleaves amyloid precursor protein to produce A beta peptide, a major component  
 10 of the amyloid plaques found in the brains of Alzheimer's sufferers.

Accordingly, in a broad aspect, the invention contemplates compounds of formula (I):



(I)

and pharmaceutically acceptable salts or esters thereof, where  $\text{R}_\text{N}$  is

20 (I)  $\text{R}_{\text{N}-1}-\text{X}_\text{N}-$  where  $\text{X}_\text{N}$  is selected from the group consisting of:

(A)  $-\text{CO}-$ ,

(B)  $-\text{SO}_2-$ ,

(C)  $-(\text{CR}''\text{R}''')_{1-6}$  wherein

25  $\text{R}''$  and  $\text{R}'''$  at each occurrence are the same or different and are  $-\text{H}$  or  $\text{C}_1-\text{C}_4$  alkyl,

(D)  $-\text{CO}-(\text{CR}''\text{R}''')_{1-6}-\text{X}_{\text{N}-1}$  wherein

$\text{X}_{\text{N}-1}$  is selected from the group consisting of  $-\text{O}-$ ,  $-\text{S}-$  and  $-\text{NR}''-$ ,

30 (E) a single bond, and

(F)  $-\text{CO}-(\text{CR}''\text{R}''')_{1-6}-$

where  $R_{N-1}$  is selected from the group consisting of:

(A)  $R_{N-aryl}$  wherein  $R_{N-aryl}$  at each occurrence is independently phenyl; naphthyl; tetralinyl; indanyl; indenyl; dihydronaphthyl; or 6,7,8,9-tetrahydro-5H-benzo[a]cycloheptenyl; each of which is optionally substituted with one, two or three of the following substituents which can be the same or different and are:

(1)  $C_1-C_6$  alkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

wherein  $R_{1-a}$  and  $R_{1-b}$  at each occurrence are independently H or  $C_1-C_6$  alkyl,

(2) -OH,

(3)  $-NO_2$ ,

(4) -F, -Cl, -Br, -I,

(5)  $-CO_2H$ ,

(6)  $-C\equiv N$ ,

(7)  $-(CH_2)_{0-4}-CO-NR_{N-2}R_{N-3}$  where  $R_{N-2}$  and  $R_{N-3}$  are the same or different and are selected from the group consisting of:

(a) -H,

(b)  $-C_1-C_8$  alkyl optionally substituted with one substituent selected from the group consisting of:

(i) -OH,

(ii)  $-NH_2$ ,

(iii) phenyl,

(c)  $-C_1-C_8$  alkyl optionally substituted with 1, 2, or 3 groups that are independently -F, -Cl, -Br, or -I,

(d)  $-C_3-C_8$  cycloalkyl,

(e)  $-(C_1-C_2 \text{ alkyl})-(C_3-C_8 \text{ cycloalkyl})$ ,

(f)  $-(C_1-C_6 \text{ alkyl})-O-(C_1-C_3 \text{ alkyl})$ ,

(g)  $-C_2-C_6$  alkenyl,

(h)  $-C_2-C_6$  alkynyl,

(i)  $-C_1-C_6$  alkyl chain with one double bond

and one triple bond,

(j)  $-R_{1-aryl}$ , wherein  $R_{1-aryl}$  at each occurrence is independently phenyl, naphthyl, indanyl, indenyl, dihydronaphthyl, or tetralinyl each of which is optionally substituted with 1, 2, 3, or 4 groups that are independently:

5 (i)  $C_1-C_6$  alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-NR_{1-a}R_{1-b}$ ,  $-C\equiv N$ ,  $-CF_3$ , and  $C_1-C_3$  alkoxy,

(ii)  $C_2-C_6$  alkenyl with one or two  
10 double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(iii)  $C_2-C_6$  alkynyl optionally substituted with 1, 2, or 3 groups that are independently  
15 selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(iv)  $-F$ ,  $Cl$ ,  $-Br$  and  $-I$ ,

(v)  $-C_1-C_6$  alkoxy optionally substituted with 1, 2, or 3  $-F$ ,

20 (vi)  $-NR_{N-2}R_{N-3}$ ,

(vii)  $-OH$ ,

(viii)  $-C\equiv N$ ,

(ix)  $C_3-C_7$  cycloalkyl, optionally substituted with 1, 2, or 3 groups that are selected from the  
25 group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(x)  $-CO-(C_1-C_4 \text{ alkyl})$ ,

(xi)  $-SO_2-NR_{1-a}R_{1-b}$ ,

(xii)  $-CO-NR_{1-a}R_{1-b}$ , or

30 (xiii)  $-SO_2-(C_1-C_4 \text{ alkyl})$ ,

(k)  $-R_{1-heteroaryl}$ , wherein  $R_{1-heteroaryl}$  at each occurrence is independently selected from the group consisting of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl,

quinazoliny, quinoxaliny, phthalaziny, imidazolyl,  
 isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny,  
 indazolyl, benzothiazolyl, benzimidazolyl, benzofuranyl,  
 furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl,  
 5 triazolyl, tetrazolyl, oxazolopyridiny, imidazopyridiny,  
 isothiazolyl, naphthyridiny, cinnoliny, carbazolyl, beta-  
 carboliny, isochromanyl, chromanyl, tetrahydroisoquinoliny,  
 isoindoliny, isobenzotetrahydrofuranyl,  
 isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl,  
 10 pyridopyridiny, benztetrahydrofuranyl, benztetrahydrothienyl,  
 puriny, benzodioxolyl, triaziny, phenoxaziny, phenothiaziny,  
 pteridiny, benzothiazolyl, imidazopyridiny, imidazothiazolyl,  
 dihydrobenzisoxaziny, benzisoxaziny, benzoxaziny,  
 dihydrobenzisothiaziny, benzopyranyl, benzothiopyranyl,  
 15 coumariny, isocoumariny, chromonyl, chromanonyl, pyridiny-N-  
 oxide, tetrahydroquinoliny, dihydroquinoliny,  
 dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumariny,  
 dihydroisocoumariny, isoindolinonyl, benzodioxanyl,  
 benzoxazolinonyl, pyrrolyl N-oxide, pyrimidiny N-oxide,  
 20 pyridaziny N-oxide, pyraziny N-oxide, quinoliny N-oxide,  
 indolyl N-oxide, indoliny N-oxide, isoquinolyl N-oxide,  
 quinazoliny N-oxide, quinoxaliny N-oxide, phthalaziny N-  
 oxide, imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide,  
 thiazolyl N-oxide, indoliziny N-oxide, indazolyl N-oxide,  
 25 benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-  
 oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-  
 oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, and  
 benzothiopyranyl S,S-dioxide,

where the R<sub>1</sub>-heteroaryl group is optionally  
 30 substituted with 1, 2, 3, or 4 groups that are independently:

(i) C<sub>1</sub>-C<sub>6</sub> alkyl optionally  
 substituted with 1, 2, or 3 groups independently selected from  
 the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH,  
 -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, and C<sub>1</sub>-C<sub>3</sub> alkoxy,

(ii)  $C_2-C_6$  alkenyl optionally substituted with 1, 2, or 3 groups that are independently -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, or  $-NR_{1-a}R_{1-b}$ ,

(iii)  $C_2-C_6$  alkynyl optionally substituted with 1, 2, or 3 groups that are independently -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, or  $-NR_{1-a}R_{1-b}$ ,

(iv) -F, -Cl, -Br and -I,

(v)  $-C_1-C_6$  alkoxy optionally substituted with one, two, or three -F,

(vi)  $-(CH_2)_{0-4}-NR_{N-2}R_{N-3}$ ,

(vii) -OH,

(viii)  $-C\equiv N$ ,

(ix)  $(CH_2)_{0-4}-C_3-C_7$  cycloalkyl, optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(x)  $(CH_2)_{0-4}-CO-(C_1-C_6 \text{ alkyl})$ ,

(xi)  $(CH_2)_{0-4}-SO_2-NR_{N-2}R_{N-3}$ ,

(xii)  $(CH_2)_{0-4}-CO-NR_{N-2}R_{N-3}$ ,

(xiii)  $(CH_2)_{0-4}-SO_2-(C_1-C_6 \text{ alkyl})$ ,

(xiv)  $(CH_2)_{0-4}-N(R_{N-2})-SO_2-$ , and

(xv)  $(CH_2)_{0-4}-N(R_{N-2})-C(O)-$ ,

(1)  $-R_1$ -heterocycle, wherein

$R_1$ -heterocycle at each occurrence is independently selected from the group consisting of morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide, thiomorpholinyl S,S-dioxide, piperazinyl, homopiperazinyl, pyrrolidinyl, pyrrolinyl, tetrahydropyranyl, piperidinyl, tetrahydrofuranlyl, tetrahydrothienyl, homopiperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S,S-dioxide, oxazolidinonyl, dihydropyrazolyl, dihydropyrrolyl, dihydropyrazinyl, dihydropyridinyl, dihydropyrimidinyl, dihydrofuryl, dihydropyranyl, tetrahydrothienyl S-oxide, tetrahydrothienyl S,S-dioxide, and homothiomorpholinyl S-oxide,

where the  $R_1$ -heterocycle group is bonded by any atom of the parent  $R_1$ -heterocycle group substituted by hydrogen such that the new bond to the  $R_1$ -heterocycle group replaces the hydrogen atom and its bond, where heterocycle is optionally substituted with 1, 2, 3, or 4 groups that are independently:

(a)  $C_1$ - $C_6$  alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1$ - $C_3$  alkyl, halogen, -OH, -SH,  $-NR_{1-a}R_{1-b}$ ,  $-C\equiv N$ ,  $-CF_3$ , and  $C_1$ - $C_3$  alkoxy,

(b)  $C_2$ - $C_6$  alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1$ - $C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$

(c)  $C_2$ - $C_6$  alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1$ - $C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$

(d) halogen,

(e)  $C_1$ - $C_6$  alkoxy,

(f)  $-C_1$ - $C_6$  alkoxy optionally substituted with one, two, or three -F,

(g)  $-NR_{N-2}R_{N-3}$ ,

(h) -OH,

(i)  $-C\equiv N$ ,

(j)  $(CH_2)_{0-4}$ -( $C_3$ - $C_8$  cycloalkyl), optionally substituted with 1, 2, or 3 groups independently selected from the group consisting of -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1$ - $C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(k)  $-(CH_2)_{0-4}-CO-(C_1-C_4$  alkyl),

(l)  $-(CH_2)_{0-4}-SO_2-NR_{1-a}R_{1-b}$ ,

(m)  $-(CH_2)_{0-4}-CO-NR_{1-a}R_{1-b}$ ,

(n)  $-(CH_2)_{0-4}-SO_2-(C_1-C_6$  alkyl), and

(o) =O,

(p)  $-(CH_2)_{0-4}-N(R_{N-2})-SO_2-$

(q) - (CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-C(O) -

(8) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(9) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl),

(10) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl),

5 (11) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>3</sub>-C<sub>8</sub> cycloalkyl),

(12) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-aryl,

(13) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heteroaryl,

(14) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heterocycle,

10 (15) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> wherein R<sub>N-4</sub> is selected from the group consisting of phenyl, morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl, thienyl, pyrazolyl, pyridyl N-oxide, oxazolyl, thiazolyl, imidazolyl, and pyrrolidinyl where each group is  
15 optionally substituted with one, two, three, or four groups that are independently C<sub>1</sub>-C<sub>6</sub> alkyl,

(16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> is selected from the group consisting of:

(a) C<sub>1</sub>-C<sub>6</sub> alkyl,

20 (b) - (CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1</sub>-aryl),

(c) C<sub>2</sub>-C<sub>6</sub> alkenyl,

(d) C<sub>2</sub>-C<sub>6</sub> alkynyl,

(e) - (CH<sub>2</sub>)<sub>0-2</sub>-C<sub>3</sub>-C<sub>8</sub> cycloalkyl,

(f) - (CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1</sub>-heteroaryl), and

25 (g) - (CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1</sub>-heterocycle),

(17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,

(18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO-(C<sub>1</sub>-C<sub>8</sub> alkyl),

(19) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>3</sub>-C<sub>8</sub> cycloalkyl),

30 (21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-O-R<sub>N-5</sub>,

(22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

(24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub>,

(25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,

35 (26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,

(27)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl}),$

(28)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{100})_2$  wherein

$\text{R}_{100}$  at each occurrence is independently -H or  $\text{C}_1-\text{C}_4$  alkyl,

5 (29)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2,$

(30)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2,$

(31)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5}),$

(32)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})-\text{COOH},$

(33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5}),$

10 (34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl})$  optionally substituted with one, two, three, four, or five of -F),

(35)  $\text{C}_3-\text{C}_8$  cycloalkyl,

(36)  $\text{C}_2-\text{C}_6$  alkenyl optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy,  
15 or  $-\text{NR}_{1-a}\text{R}_{1-b},$

(37)  $\text{C}_2-\text{C}_6$  alkynyl optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy,  
or  $-\text{NR}_{1-a}\text{R}_{1-b},$

(38)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2},$

20 (39)  $-(\text{CH}_2)_{1-4}-(\text{C}_3-\text{C}_8 \text{ cycloalkyl}),$

(B)  $-\text{R}_{\text{N-heteroaryl}}$  where  $\text{R}_{\text{N-heteroaryl}}$  is selected from the group consisting of:

pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl,  
25 quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzisothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl,  
30 isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranlyl, isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl, pyridopyridinyl, benzotetrahydrofuranlyl, benzotetrahydrothienyl,  
35 purinyl, benzodioxolyl, triazinyl, hexoxazinyl, phenothiazinyl,

pteridinyl, benzothiazolyl, imidazothiazolyl,  
 dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,  
 dihydrobenzisothiazinyl, benzopyranyl, benzothiopyranyl,  
 coumarinyl, isocoumarinyl, chromonyl, chromanonyl,  
 5 tetrahydroquinolinyl, dihydroquinolinyl, dihydroquinolinonyl,  
 dihydroisoquinolinonyl, dihydrocoumarinyl, dihydroisocoumarinyl,  
 isoindolinonyl, benzodioxanyl, benzoxazolinonyl, pyridinyl-N-  
 oxide, pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-  
 oxide, pyrazinyl N-oxide, quinolinyl N-oxide, indolyl N-oxide,  
 10 indolinyl N-oxide, isoquinolyl N-oxide, quinazolinyl N-oxide,  
 quinoxalinyl N-oxide, phthalazinyl N-oxide, imidazolyl N-oxide,  
 isoxazolyl N-oxide, oxazolyl N-oxide, thiazolyl N-oxide,  
 indolizinyl N-oxide, indazolyl N-oxide, benzothiazolyl N-oxide,  
 benzimidazolyl N-oxide, pyrrolyl N-oxide, oxadiazolyl N-oxide,  
 15 thiadiazolyl N-oxide, triazolyl N-oxide, tetrazolyl N-oxide,  
 benzothiopyranyl S-oxide, benzothiopyranyl S,S-dioxide,  
 imidazopyrazolyl, quinazolinonyl, pyrazopyridyl,  
 benzooxadiazolyl, dihydropyrimidinonyl, and  
 dihydrobenzofuranonyl,

20 where the  $R_{N\text{-heteroaryl}}$  group is bonded by any atom of the  
 parent  $R_{N\text{-heteroaryl}}$  group substituted by hydrogen such that the new  
 bond to the  $R_{N\text{-heteroaryl}}$  group replaces the hydrogen atom and its  
 bond, where heteroaryl is optionally substituted with one, two,  
 three, or four of:

25 (1)  $C_1\text{-}C_6$  alkyl, optionally substituted with one,  
 two or three substituents selected from the group consisting of  
 $C_1\text{-}C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1\text{-}C_3$  alkoxy,  
 and -NR $_{1-a}$ R $_{1-b}$ ,

(2) -OH,  
 30 (3) -NO $_2$ ,  
 (4) -F, -Cl, -Br, -I,  
 (5) -CO $_2$ H,  
 (6) -C $\equiv$ N,  
 (7) - (CH $_2$ ) $_{0-4}$ -CO-NR $_{N-2}$ R $_{N-3}$ ,  
 35 (8) - (CH $_2$ ) $_{0-4}$ -CO- ( $C_1\text{-}C_{12}$  alkyl),

- (9) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl),  
 (10) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl),  
 (11) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>3</sub>-C<sub>8</sub> cycloalkyl),  
 (12) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-aryl,  
 5 (13) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heteroaryl,  
 (14) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heterocycle,  
 (15) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub>,  
 (16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub>,  
 (17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,  
 10 (18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO-(C<sub>1</sub>-C<sub>8</sub> alkyl),  
 (19) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>12</sub> alkyl),  
 (20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>3</sub>-C<sub>8</sub> cycloalkyl),  
 (21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-O-R<sub>N-5</sub>,  
 (22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-N(R<sub>N-5</sub>)<sub>2</sub>,  
 15 (23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>,  
 (24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub>,  
 (25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,  
 (26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,  
 (27) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),  
 20 (28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O)-(OR<sub>100</sub>)<sub>2</sub>,  
 (29) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,  
 (30) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CS-N(R<sub>N-5</sub>)<sub>2</sub>,  
 (31) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>),  
 (32) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>)-COOH,  
 25 (33) - (CH<sub>2</sub>)<sub>0-4</sub>-S-(R<sub>N-5</sub>),  
 (34) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two, three, four, or five of -F),  
 (35) C<sub>3</sub>-C<sub>8</sub> cycloalkyl,  
 (36) C<sub>2</sub>-C<sub>6</sub> alkenyl optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,  
 30 (37) C<sub>2</sub>-C<sub>6</sub> alkynyl optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,  
 35 (38) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub>,

(39) - (CH<sub>2</sub>)<sub>1-4</sub>- C<sub>3</sub>-C<sub>8</sub> cycloalkyl,

- (C) R<sub>N</sub>-aryl-W-R<sub>N</sub>-aryl,  
 (D) R<sub>N</sub>-aryl-W-R<sub>N</sub>-heteroaryl,  
 (E) R<sub>N</sub>-aryl-W-R<sub>1</sub>-heterocycle, ,  
 5 (F) R<sub>N</sub>-heteroaryl-W-R<sub>N</sub>-aryl,  
 (G) R<sub>N</sub>-heteroaryl-W-R<sub>N</sub>-heteroaryl,  
 (H) R<sub>N</sub>-heteroaryl-W-R<sub>N</sub>-1-heterocycle,  
 (I) R<sub>N</sub>-heterocycle-W-R<sub>N</sub>-aryl,  
 (J) R<sub>N</sub>-heterocycle-W-R<sub>N</sub>-heteroaryl,  
 10 (K) R<sub>N</sub>-heterocycle-W-R<sub>N</sub>-1-heterocycle,

where W is

- (1) - (CH<sub>2</sub>)<sub>1-4</sub>-,  
 (2) -O-,  
 (3) -S(O)<sub>0-2</sub>-,  
 15 (4) -N(R<sub>N-5</sub>)-,  
 (5) -CO-; or  
 (6) a bond;

(II) -CO-(C<sub>1</sub>-C<sub>10</sub> alkyl) wherein the alkyl is optionally substituted with one two or three substituents independently  
 20 selected from the group consisting of:

- (A) -OH,  
 (B) -C<sub>1</sub>-C<sub>6</sub> alkoxy,  
 (C) -C<sub>1</sub>-C<sub>6</sub> thioalkoxy,  
 (D) -CO-O-R<sub>N-8</sub> where  
 25 R<sub>N-8</sub> at each occurrence is independently -H, C<sub>1</sub>-C<sub>6</sub> alkyl or -phenyl,  
 (E) -CO-NR<sub>N-2</sub>R<sub>N-3</sub>,  
 (F) -CO-R<sub>N-4</sub>,  
 (G) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>8</sub> alkyl),  
 30 (H) -SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,  
 (I) -NH-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),  
 (J) -NH-CO-O-R<sub>N-8</sub>,  
 (K) -NR<sub>N-2</sub>R<sub>N-3</sub>,  
 (L) -R<sub>N-4</sub>,  
 35 (M) -O-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),

- (N)  $-O-CO-NR_{N-8}R_{N-8}$ ,  
 (O)  $-O-(C_1-C_5 \text{ alkyl})-COOH$ ,  
 (P)  $-O-(C_1-C_6 \text{ alkyl})$  optionally substituted with one,  
 two, or three of  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ),  
 5 (Q)  $-NH-SO_2-(C_1-C_6 \text{ alkyl})$ ,  
 (R) halogen,  
 (S)  $-N(H \text{ or } R_{N-5})-SO_2-R_{N-2}$ ,  
 (T)  $-N(H \text{ or } R_{N-5})-CO-(R_{N-2})$ , and  
 (U)  $-SO_2-R_{N-2}$ ,  
 10 (III)  $-CO-(C_1-C_6 \text{ alkyl})-O-(C_1-C_6 \text{ alkyl})$  wherein each alkyl  
 is unsubstituted or independently substituted with one, two, or  
 three substituents selected from the group consisting of :  
 (A)  $-OH$ ,  
 (B)  $-C_1-C_6 \text{ alkoxy}$ ,  
 15 (C)  $-C_1-C_6 \text{ thioalkoxy}$ ,  
 (D)  $-CO-O-R_{N-8}$ ,  
 (E)  $-CO-NR_{N-2}R_{N-3}$ ,  
 (F)  $-CO-R_{N-4}$ ,  
 (G)  $-SO_2-(C_1-C_8 \text{ alkyl})$ ,  
 20 (H)  $-SO_2-NR_{N-2}R_{N-3}$ ,  
 (I)  $-NH-CO-(C_1-C_6 \text{ alkyl})$ ,  
 (J)  $-NH-CO-O-R_{N-8}$ ,  
 (K)  $-NR_{N-2}R_{N-3}$ ,  
 (L)  $-R_{N-4}$ ,  
 25 (M)  $-O-CO-(C_1-C_6 \text{ alkyl})$ ,  
 (N)  $-O-CO-NR_{N-8}R_{N-8}$ ,  
 (O)  $-O-(C_1-C_5 \text{ alkyl})-CO_2H$ ,  
 (P)  $-O-(C_1-C_6 \text{ alkyl})$  optionally substituted with  
 one, two, or three groups that are independently  $-F$ ,  $-Cl$ ,  $-Br$ ,  
 30 or  $-I$ ),  
 (Q)  $-NH-SO_2-(C_1-C_6 \text{ alkyl})$ ,  
 (R) halogen,  
 (S)  $-N(H \text{ or } R_{N-5})-SO_2-R_{N-2}$ ,  
 (T)  $-N(H \text{ or } R_{N-5})-CO-(R_{N-2})$ , and

(U)  $-\text{SO}_2-\text{R}_{\text{N}-2}$ ,

(IV)  $-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})-\text{S}-(\text{C}_1-\text{C}_6 \text{ alkyl})$  wherein each alkyl is unsubstituted or substituted with one, two, or three of substituents independently selected from the group consisting of:

(A)  $-\text{OH}$ ,

(B)  $-\text{C}_1-\text{C}_6 \text{ alkoxy}$ ,

(C)  $-\text{C}_1-\text{C}_6 \text{ thioalkoxy}$ ,

(D)  $-\text{CO}-\text{O}-\text{R}_{\text{N}-8}$ ,

10 (E)  $-\text{CO}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,

(F)  $-\text{CO}-\text{R}_{\text{N}-4}$ ,

(G)  $-\text{SO}_2-(\text{C}_1-\text{C}_8 \text{ alkyl})$ ,

(H)  $-\text{SO}_2-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,

(I)  $-\text{NH}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,

15 (J)  $-\text{NH}-\text{CO}-\text{O}-\text{R}_{\text{N}-8}$ ,

(K)  $-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,

(L)  $-\text{R}_{\text{N}-4}$ ,

(M)  $-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,

(N)  $-\text{O}-\text{CO}-\text{NR}_{\text{N}-8}\text{R}_{\text{N}-8}$ ,

20 (O)  $-\text{O}-(\text{C}_1-\text{C}_5 \text{ alkyl})-\text{COOH}$ ,

(P)  $-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl})$  optionally substituted with one, two, or three groups that are independently  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ , or  $-\text{I}$ ,

(Q)  $-\text{NH}-\text{SO}_2-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,

25 (R) halogen,

(S)  $-\text{N}(\text{H} \text{ or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$ ,

(T)  $-\text{N}(\text{H} \text{ or } \text{R}_{\text{N}-5})-\text{CO}-(\text{R}_{\text{N}-2})$ , and

(U)  $-\text{SO}_2-\text{R}_{\text{N}-2}$ ,

(V)  $-\text{CO}-\text{CH}(-(\text{CH}_2)_{0-2}-\text{O}-\text{R}_{\text{N}-10})-(\text{CH}_2)_{0-2}-\text{R}_{\text{N-aryl}}/\text{R}_{\text{N-heteroaryl}}$

30 wherein

$\text{R}_{\text{N}-10}$  is selected from the group consisting of:

(A)  $-\text{H}$ ,

(B)  $\text{C}_1-\text{C}_6 \text{ alkyl}$ ,

(C)  $\text{C}_3-\text{C}_8 \text{ cycloalkyl}$ ,

35 (D)  $\text{C}_2-\text{C}_6 \text{ alkenyl}$  with one double bond,

- (E) C<sub>2</sub>-C<sub>6</sub> alkynyl with one triple bond,
- (F) R<sub>1</sub>-aryl,
- (G) R<sub>N</sub>-heteroaryl,
- (H) R<sub>N</sub>-heterocycle,

5 (VI) -CO-(C<sub>3</sub>-C<sub>8</sub> cycloalkyl) where the cycloalkyl group is optionally substituted with one or two substituents independently selected from the group consisting of:

- (A) -(CH<sub>2</sub>)<sub>0-4</sub>-OH,
- (B) -(CH<sub>2</sub>)<sub>0-4</sub>-C<sub>1</sub>-C<sub>6</sub> alkoxy,
- 10 (C) -(CH<sub>2</sub>)<sub>0-4</sub>-C<sub>1</sub>-C<sub>6</sub> thioalkoxy,
- (D) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-8</sub>,
- (E) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,
- (F) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub>,
- (G) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>8</sub> alkyl),
- 15 (H) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,
- (I) -(CH<sub>2</sub>)<sub>0-4</sub>-NH-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),
- (J) -NH-CO-O-R<sub>N-8</sub>,
- (K) -(CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,
- (L) -(CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,
- 20 (M) -O-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),
- (N) -O-CO-NR<sub>N-8</sub>R<sub>N-8</sub>,
- (O) -O-(C<sub>1</sub>-C<sub>6</sub> alkyl)-CO<sub>2</sub>H,
- (P) -O-(C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two, or three groups that are independently selected from -
- 25 F, -Cl, -Br, and -I),
- (Q) -NH-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),
- (R) halogen,
- (S) -N(H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub>, and
- (T) -N(H or R<sub>N-5</sub>)-CO-(R<sub>N-2</sub>), and
- 30 (U) -SO<sub>2</sub>-R<sub>N-2</sub>;

where R<sub>1</sub> is H, aryl, heteroaryl, or

(I) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub>

alkyl, C<sub>1</sub>-C<sub>7</sub> alkyl (optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl and C<sub>1</sub>-C<sub>3</sub> alkoxy), -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub> where R<sub>1-a</sub> and R<sub>1-b</sub> are independently -H or C<sub>1</sub>-C<sub>6</sub> alkyl, and -OC=O NR<sub>1-a</sub>R<sub>1-b</sub>,

5 (II) -CH<sub>2</sub>-S(O)<sub>0-2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(III) -CH<sub>2</sub>-CH<sub>2</sub>-S(O)<sub>0-2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(IV) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -  
10 CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(V) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -  
CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

15 (VI) -(CH<sub>2</sub>)<sub>n<sub>1</sub></sub>-(R<sub>1-aryl</sub>) where n<sub>1</sub> is zero or one and where R<sub>1-aryl</sub> is phenyl, 1-naphthyl, 2-naphthyl and indanyl, indenyl, dihydronaphthalyl, or tetralinyl optionally substituted with one, two, three or four of the following substituents on the aryl ring:

20 (A) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(B) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -  
25 CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(C) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -  
30 CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(D) -F, Cl, -Br or -I,

(F) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two or three of - F,

(G)  $-NR_{N-2}R_{N-3}$  where  $R_{N-2}$  and  $R_{N-3}$  are as defined below,

(H)  $-OH$ ,

(I)  $-C\equiv N$ ,

5 (J)  $C_3-C_7$  cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(K)  $-CO-(C_1-C_4 \text{ alkyl})$ ,

10 (L)  $-SO_2-NR_{1-a}R_{1-b}$ ,

(M)  $-CO-NR_{1-a}R_{1-b}$ ,

(N)  $-SO_2-(C_1-C_4 \text{ alkyl})$ ,

(VII)  $-(CH_2)_{n1}-(R_{1-\text{heteroaryl}})$  and where  $R_{1-\text{heteroaryl}}$  is selected from the group consisting of:

15 pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanlyl, chromanyl, tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranlyl, isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl, pyridopyridinyl, benzotetrahydrofuranlyl, benzotetrahydrothienyl, purinyl, benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl, pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl, dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl, dihydrobenzisothiazinyl, benzopyranyl, benzothiopyranyl, coumarinyl, isocoumarinyl, chromonyl, chromanonyl, pyridinyl-N-oxide, tetrahydroquinolinyl, dihydroquinolinyl, dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl, dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl, benzoxazolinonyl, pyrrolyl N-oxide, pyrimidinyl N-oxide,

35

pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide, indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide, quinazolinyl N-oxide, quinoxalinyl N-oxide, phthalazinyl N-oxide, imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide, 5 thiazolyl N-oxide, indoliziny N-oxide, indazolyl N-oxide, benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, benzothiopyranyl S,S-dioxide,

10 where the  $R_1$ -heteroaryl group is bonded to  $-(CH_2)_{n1}-$  by any ring atom of the parent  $R_N$ -heteroaryl group substituted by hydrogen such that the new bond to the  $R_1$ -heteroaryl group replaces the hydrogen atom and its bond, where heteroaryl is optionally substituted with one, two, three or four of:

15 (1)  $C_1-C_6$  alkyl optionally substituted with one, two or three substituents selected from the group consisting of  $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1-C_3$  alkoxy, and -NR $_{1-a}$ R $_{1-b}$ ,

(2)  $C_2-C_6$  alkenyl with one or two double bonds, 20 optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1-C_3$  alkoxy, and -NR $_{1-a}$ R $_{1-b}$ ,

(3)  $C_2-C_6$  alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents 25 selected from the group consisting of -F, -Cl, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1-C_3$  alkoxy, and -NR $_{1-a}$ R $_{1-b}$ ,

(4) -F, Cl, -Br or -I,

(6) - $C_1-C_6$  alkoxy optionally substituted with one, two, or three of -F,

30 (7) -NR $_{N-2}$ R $_{N-3}$  where R $_{N-2}$  and R $_{N-3}$  are as defined below,

(8) -OH,

(9) -C $\equiv$ N,

(10) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

5 (11) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(12) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(13) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or

(14) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl), with the proviso that when n<sub>1</sub> is zero, R<sub>1-heteroaryl</sub> is not bonded to the carbon chain by  
10 nitrogen, or

(VIII) -(CH<sub>2</sub>)<sub>n1</sub>-(R<sub>1-heterocycle</sub>) and R<sub>1-heterocycle</sub> is selected from the group consisting of:

morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide,  
thiomorpholinyl S,S-dioxide, piperazinyl,  
15 homopiperazinyl, pyrrolidinyl, pyrrolinyl,  
tetrahydropyranyl, piperidinyl, tetrahydrofuranyl,  
tetrahydrothienyl, homopiperidinyl, homomorpholinyl,  
homomorpholinyl S-oxide, homothiomorpholinyl S,S-  
dioxide, oxazolidinonyl, dihydropyrazolyl,  
20 dihydropyrrolyl dihydropyrazinyl dihydropyridinyl  
dihydropyrimidinyl, dihydrofuryl, dihydropyranyl,  
tetrahydrothienyl S-oxide, tetrahydrothienyl S,S-  
dioxide, homothiomorpholinyl S-oxide,

where the R<sub>1-heterocycle</sub> group is bonded by any atom of the parent  
25 R<sub>1-heterocycle</sub> group substituted by hydrogen such that the new bond to the R<sub>1-heterocycle</sub> group replaces the hydrogen atom and its bond, where heterocycle is optionally substituted with one, two, three or four:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with  
30 one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(2) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three

substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(3) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(4) -F, Cl, -Br, or -I,

(5) C<sub>1</sub>-C<sub>6</sub> alkoxy,

(6) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

(7) -NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> are as defined below,

(8) -OH,

(9) -C≡N,

(10) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(11) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(12) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(13) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

(14) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(15) =O, with the proviso that when n<sub>1</sub> is zero R<sub>1-heterocycle</sub> is not bonded to the carbon chain by nitrogen; where R<sub>20</sub> is H, CH<sub>3</sub>, or C<sub>2-6</sub> alkyl or alkenyl either of which may be optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -CON, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>; where n is 0 or 1;

where R<sub>C</sub> is -R<sub>A</sub>, -O-R<sub>A</sub>, -X-R<sub>A</sub>, -NH-NHR<sub>A</sub>, -NR<sub>20</sub>-NHR<sub>A</sub>, -NH-NR<sub>20</sub>R<sub>A</sub> or -NR<sub>20</sub>-NR<sub>20</sub>R<sub>A</sub>, wherein X is -CH<sub>2</sub>-, -CH(R<sub>A</sub>)-, -S-, -S(=O)-, -SO<sub>2</sub>-, -NH-, -N(R<sub>20</sub>)-, -N(R<sub>A</sub>)-, -NH-N(R<sub>A</sub>)-, or -NR<sub>20</sub>-N(R<sub>A</sub>)-; where R<sub>A</sub> is

(I)  $-C_1-C_{10}$  alkyl optionally substituted with one, two or three groups independently selected from the group consisting of  $C_1-C_3$  alkyl, halogen,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_6$  alkoxy,  $-O$ -phenyl,  $-NR_{1-a}R_{1-b}$ ,  $-OC=O NR_{1-a}R_{1-b}$ ,  $-S(=O)_{0-2} R_{1-a}$ ,  $-NR_{1-a}C=O NR_{1-a}R_{1-b}$ ,  
5  $-C=O NR_{1-a}R_{1-b}$ , and  $-S(=O)_2 NR_{1-a}R_{1-b}$  wherein

$R_{1-a}$  and  $R_{1-b}$  at each occurrence are independently H or  $C_1-C_6$  alkyl,

(II)  $-(CH_2)_{0-3}-(C_3-C_8)$  cycloalkyl optionally substituted with one, two or three substituents independently selected from the  
10 group consisting of  $C_1-C_3$  alkyl, halogen,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_6$  alkoxy,  $-O$ -phenyl,  $-CO_2H$ ,  $-CO_2-(C_1-C_4)$  alkyl, and  $-NR_{1-a}R_{1-b}$

(III)  $-(CR_{C-x}R_{C-y})_{0-4}-R_{C-aryl}$  where  $R_{C-x}$  and  $R_{C-y}$  are independently selected from the group consisting of

$-H$ ,  
15  $C_1-C_4$  alkyl optionally substituted with 1 or 2  $-OH$ ,  
 $C_1-C_4$  alkoxy optionally substituted with 1, 2, or 3  
halogen,

$-(CH_2)_{0-4}-C_3-C_8$  cycloalkyl,  
 $C_2-C_6$  alkenyl containing one or two double bonds,  
20  $C_2-C_6$  alkynyl containing one or two triple bonds, and  
phenyl,

or

$R_{C-x}$  and  $R_{C-y}$  are taken together with the carbon to which they are attached to form a carbocycle of three, four,  
25 five, six or seven carbon atoms, where one carbon atom is optionally replaced by a group selected from  $-O-$ ,  $-S-$ ,  $-SO_2-$ ,  $-NR_{N-2}-$  and  $R_{C-aryl}$ , wherein

$R_{C-aryl}$  at each occurrence is independently phenyl; naphthyl; tetralinyl; indanyl; dihydronaphthyl; or 6,7,8,9-  
30 tetrahydro-5H-benzo[a]cycloheptenyl, each of which is optionally substituted with 1, 2, or 3 groups that are independently:

(1)  $C_1-C_6$  alkyl, optionally substituted with one, two or three substituents selected from the group

consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(2) -OH,

(3) -NO<sub>2</sub>,

5 (4) halogen,

(5) -CO<sub>2</sub>H,

(6) -C≡N,

(7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub> where

R<sub>N-2</sub> and R<sub>N-3</sub> are independently selected

10 from the group consisting of:

(a) -H,

(b) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one substituent selected from the group consisting of:

(i) -OH, and

15 (ii) -NH<sub>2</sub>,

(c) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with 1, 2, or 3 groups that are independently -F, -Cl, -Br, -I, or OH,

(d) -C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

20 (e) -(C<sub>1</sub>-C<sub>2</sub> alkyl)-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(f) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>3</sub> alkyl),

(g) -C<sub>2</sub>-C<sub>6</sub> alkenyl

(h) -C<sub>2</sub>-C<sub>6</sub> alkynyl

25 (i) -C<sub>1</sub>-C<sub>6</sub> alkyl chain with one double bond and one triple bond,

(j) -R<sub>1-aryl</sub> wherein R<sub>1-aryl</sub> at each occurrence is independently phenyl, naphthyl, indanyl, indenyl, dihydronaphthyl, or tetralinyl each of which is optionally substituted with 1, 2, 3, or 4 groups that are independently:

30 (i) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, and C<sub>1</sub>-C<sub>3</sub> alkoxy,

(ii) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

5 (iii) C<sub>2</sub>-C<sub>6</sub> alkynyl optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(iv) -F, Cl, -Br and -I,

10 (v) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with 1, 2, or 3 -F,

(vi) -NR<sub>N-2</sub>R<sub>N-3</sub>,

(vii) -OH,

(viii) -C≡N,

15 (ix) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with 1, 2, or 3 groups that are selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(x) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

20 (xi) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(xii) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or

(xiii) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(k) -R<sub>1</sub>-heteroaryl wherein R<sub>1</sub>-heteroaryl at each occurrence is independently selected from the group  
25 consisting of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzothiazolyl, benzimidazolyl,  
30 benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanlyl, chromanlyl, tetrahydroisoquinolinyl, isoindolinyl,

isobenzotetrahydrofuranyl, isobenzotetrahydrothienyl,  
isobenzothienyl, benzoxazolyl, pyridopyridinyl,  
benzotetrahydrofuranyl, benzotetrahydrothienyl, purinyl,  
benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl,  
5 pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl,  
dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,  
dihydrobenzisoctiazinyl, benzopyranyl, benzothiopyranyl,  
coumarinyl, isocoumarinyl, chromonyl, chromanonyl, pyridinyl-N-  
oxide, tetrahydroquinolinyl, dihydroquinolinyl,  
10 dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl,  
dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl,  
benzoxazolinonyl, pyrrolyl N-oxide, pyrimidinyl N-oxide,  
pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide,  
indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide,  
15 quinazolinyl N-oxide, quinoxalinyl N-oxide, phthalazinyl N-  
oxide, imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide,  
thiazolyl N-oxide, indoliziny N-oxide, indazolyl N-oxide,  
benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-  
oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-  
20 oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, and  
benzothiopyranyl S,S-dioxide,

where the  $R_1$ -heteroaryl group is  
optionally substituted with 1, 2, 3, or 4 groups that are  
independently:

- 25 (i)  $C_1$ - $C_6$  alkyl optionally  
substituted with 1, 2, or 3 groups independently selected from  
the group consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  
-NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, and  $C_1$ - $C_3$  alkoxy,  
(ii)  $C_2$ - $C_6$  alkenyl optionally  
30 substituted with 1, 2, or 3 groups that are independently -F, -  
Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>,  $C_1$ - $C_3$  alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,  
(iii)  $C_2$ - $C_6$  alkynyl optionally  
substituted with 1, 2, or 3 groups that are independently

selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(iv) -F, -Cl, -Br and -I,

(v) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally

5 substituted with one, two, or three -F,

(vi) -(CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,

(vii) -OH,

(viii) -C≡N,

(ix) (CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

10 optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(x) (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(xi) (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,

15 (xii) (CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,

(xiii) (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>6</sub>

alkyl),

(xiv) (CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-SO<sub>2</sub>-, and

(xv) (CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-C(O)-,

20 (8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(9) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl),

(10) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl),

(11) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(CH<sub>2</sub>)<sub>0-4</sub> (C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(12) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-aryl,

25 (13) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heteroaryl,

(14) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heterocycle wherein

R<sub>1</sub>-heterocycle at each occurrence is independently selected from the group consisting of morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide, thiomorpholinyl S,S-dioxide, piperazinyl, homopiperazinyl, pyrrolidinyl, pyrrolinyl, 30 tetrahydropyranyl, piperidinyl, tetrahydrofuranyl, tetrahydrothienyl, homopiperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S,S-dioxide, oxazolidinonyl, dihydropyrazolyl, dihydropyrrolyl,

dihydropyrazinyl, dihydropyridinyl, dihydropyrimidinyl,  
 dihydrofuryl, dihydropyranyl, tetrahydrothienyl S-oxide,  
 tetrahydrothienyl S,S-dioxide, and homothiomorpholinyl S-oxide,

where the  $R_1$ -heterocycle group is bonded by  
 5 any atom of the parent  $R_1$ -heterocycle group substituted by hydrogen  
 such that the new bond to the  $R_1$ -heterocycle group replaces the  
 hydrogen atom and its bond, where heterocycle is optionally  
 substituted with 1, 2, 3, or 4 groups that are independently:

(a)  $C_1-C_6$  alkyl optionally  
 10 substituted with one, two or three substituents independently  
 selected from the group consisting of  $C_1-C_3$  alkyl, halogen, -OH,  
 -SH,  $-NR_{1-a}R_{1-b}$ ,  $-C\equiv N$ ,  $-CF_3$ , and  $C_1-C_3$  alkoxy,

(b)  $C_2-C_6$  alkenyl with one or two  
 double bonds, optionally substituted with one, two or three  
 15 substituents independently selected from the group consisting of  
 -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$

(c)  $C_2-C_6$  alkynyl with one or two  
 triple bonds, optionally substituted with one, two or three  
 substituents independently selected from the group consisting of  
 20 -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$

(d) halogen,

(e)  $C_1-C_6$  alkoxy,

(f)  $-C_1-C_6$  alkoxy optionally

substituted with one, two, or three -F,

25

(g)  $-NR_{N-2}R_{N-3}$ ,

(h) -OH,

(i)  $-C\equiv N$ ,

(j)  $(CH_2)_{0-4}-(C_3-C_7$  cycloalkyl),

optionally substituted with 1, 2, or 3 groups independently  
 30 selected from the group consisting of -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  
 $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(k)  $-(CH_2)_{0-4}-CO-(C_1-C_4$  alkyl),

(l)  $-(CH_2)_{0-4}-SO_2-NR_{1-a}R_{1-b}$ ,

(m)  $-(CH_2)_{0-4}-CO-NR_{1-a}R_{1-b}$ ,

(n) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl), and

(o) =O,

(p) - (CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-SO<sub>2</sub>-

(q) - (CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-C(O)-

5 (15) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> wherein

R<sub>N-4</sub> at each occurrence is independently selected from the group consisting of morpholinyl, thiomorpholinyl, pyrrolidinonyl, pyrrolyl, pyrazolyl, thienyl, pyridyl N-oxide, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with 1, 2, 3, or 4 groups that are independently C<sub>1</sub>-C<sub>6</sub> alkyl,

(16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO<sub>2</sub>-R<sub>N-5</sub> where

15 R<sub>N-5</sub> at each occurrence is independently selected from the group consisting of:

(a) C<sub>1</sub>-C<sub>6</sub> alkyl,

(b) - (CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1</sub>-aryl),

(c) C<sub>2</sub>-C<sub>6</sub> alkenyl,

20 (d) C<sub>2</sub>-C<sub>6</sub> alkynyl,

(e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, and

(f) - (CH<sub>2</sub>)<sub>0-4</sub>-(R<sub>1</sub>-heteroaryl),

(17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>

(18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO-(C<sub>1</sub>-C<sub>8</sub> alkyl),

25 (19) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO<sub>2</sub>-R<sub>N-5</sub>,

(22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

30 (24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub>,

(25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,

(26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,

(27) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),

35 (28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O)-(OR<sub>100</sub>)<sub>2</sub> where R<sub>100</sub> is independently H or C<sub>1</sub>-C<sub>4</sub> alkyl,

- (29) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,  
 (30) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,  
 (31) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})$ ,  
 (32) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})-\text{COOH}$ ,  
 5 (33) -  $(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})$ ,  
 (34) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl})$  wherein the alkyl group is optionally substituted with one, two, three, four, or five substituents independently selected from the group consisting of F, Cl, Br, and I,  
 10 (35) -  $(\text{CH}_2)_{0-4}-(\text{C}_3-\text{C}_8 \text{ cycloalkyl})$ ,  
 (36)  $\text{C}_2-\text{C}_6$  alkenyl optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl, halogen, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,  
 (37)  $\text{C}_2-\text{C}_6$  alkynyl optionally substituted  
 15 with  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ , and  
 (38) -  $(\text{CH}_2)_{0-4}-\text{N}(-\text{H} \text{ or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$ ;  
 (IV) -  $(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_{\text{C-heteroaryl}}$  wherein  $\text{R}_{\text{C-heteroaryl}}$  at each occurrence is independently selected  
 20 from the group consisting of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indolizinyl, indazolyl, benzoisothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl,  
 25 oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranlyl, isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl,  
 30 pyridopyridinyl, benzotetrahydrofuranlyl, benzotetrahydrothienyl, purinyl, benzodioxolyl, triazinyl, hexoxazinyl, phenothiazinyl, pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl, dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,  
 35 dihydrobenzisothiazinyl, benzopyranlyl, benzothiopyranlyl,

coumarinyl, isocoumarinyl, chromonyl, chromanonyl,  
 tetrahydroquinolinyl, dihydroquinolinyl,  
 dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl,  
 dihydroisocoumarinyl, isoindolinonyl,  
 5 benzodioxanyl, benzoxazolinonyl, imidazopyrazolyl,  
 quinazolinonyl, pyrazopyridyl, benzooxadiazolyl,  
 dihydropyrimidinonyl, dihydrobenzofuranonyl, pyridinyl-N-oxide,  
 pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-oxide,  
 pyrazinyl N-oxide, quinolinyl N-oxide, indolyl N-oxide,  
 10 indolinyl N-oxide, isoquinolyl N-oxide, quinazolinyl N-oxide,  
 quinoxalinyl N-oxide, phthalazinyl N-oxide, imidazolyl N-oxide,  
 isoxazolyl N-oxide, oxazolyl N-oxide, thiazolyl N-oxide,  
 indolizinyl N-oxide, indazolyl N-oxide, benzothiazolyl N-oxide,  
 benzimidazolyl N-oxide, pyrrolyl N-oxide, oxadiazolyl N-oxide,  
 15 thiadiazolyl N-oxide, triazolyl N-oxide, tetrazolyl N-oxide,  
 benzothiopyranyl S-oxide, and benzothiopyranyl S,S-dioxide,

where the R<sub>C</sub>-heteroaryl group is bonded by any atom of the  
 parent R<sub>C</sub>-heteroaryl group substituted by hydrogen such that the new  
 bond to the R<sub>C</sub>-heteroaryl group replaces the hydrogen atom and its  
 20 bond, where heteroaryl is optionally substituted 1, 2, 3, or 4  
 groups that are independently:

- (1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with 1, 2, or 3  
 groups independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub>  
 alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and  
 25 -NR<sub>1-a</sub>R<sub>1-b</sub>,
- (2) -OH,  
 (3) -NO<sub>2</sub>,  
 (4) -F, -Cl, -Br, -I,  
 (5) -CO-OH,  
 30 (6) -C≡N,  
 (7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,  
 (8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),  
 (9) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl with one, two or three  
 double bonds),

(10)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12}$  alkynyl with one, two or three triple bonds),

(11)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_3-\text{C}_7$  cycloalkyl),

(12)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-aryl}$ ,

5 (13)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heteroaryl}$ ,

(14)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heterocycle}$ ,

(15)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_{\text{N}-4}$ ,

(16)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$ ,

(17)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,

10 (18)  $-(\text{CH}_2)_{0-4}-\text{SO}-(\text{C}_1-\text{C}_8$  alkyl),

(19)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_1-\text{C}_{12}$  alkyl),

(20)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_3-\text{C}_7$  cycloalkyl),

(21)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$ ,

(22)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

15 (23)  $-(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(24)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$ ,

(25)  $-(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,

(26)  $-(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4}$ ,

(27)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6$  alkyl),

20 (28)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{100})_2$  where  $\text{R}_{100}$  is  $-\text{H}$  or  $\text{C}_1-\text{C}_4$  alkyl,

(29)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(30)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(31)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})$ ,

25 (32)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})-\text{COOH}$ ,

(33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})$ ,

(34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6$  alkyl optionally substituted with one, two, three, four, or five of  $-\text{F}$ ),

(35)  $\text{C}_3-\text{C}_7$  cycloalkyl,

30 (36)  $\text{C}_2-\text{C}_6$  alkenyl optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(37)  $\text{C}_2-\text{C}_6$  alkynyl optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  
35  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(38) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub>,

(39) - (CH<sub>2</sub>)<sub>0-4</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(V) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-aryl</sub>-R<sub>101</sub>-R<sub>C-aryl</sub>,

(VI) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-aryl</sub>-R<sub>101</sub>-R<sub>C-heteroaryl</sub>,

5 (VII) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-heteroaryl</sub>-R<sub>101</sub>-R<sub>C-aryl</sub>,

(VIII) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-heteroaryl</sub>-R<sub>101</sub>-R<sub>C-heteroaryl</sub>,

(IX) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-aryl</sub>-R<sub>101</sub>-R<sub>1-heterocycle</sub>,

(X) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-heteroaryl</sub>-R<sub>101</sub>-R<sub>1-heterocycle</sub>,

(XI) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>1-heterocycle</sub>-R<sub>101</sub>-R<sub>C-aryl</sub>,

10 (XII) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>1-heterocycle</sub>-R<sub>101</sub>-R<sub>C-heteroaryl</sub>,

(XIII) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>1-heterocycle</sub>-R<sub>101</sub>-R<sub>1-heterocycle</sub>, wherein

R<sub>101</sub> is a bond, (CH<sub>2</sub>)<sub>0-4</sub>, -O-, -NH-, or -N(C<sub>1</sub>-C<sub>6</sub> alkyl)

(XIV) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>1-heterocycle</sub>,

15 (XV) - [C(R<sub>C-1</sub>)(R<sub>C-2</sub>)]<sub>1-3</sub>-CO-N(R<sub>C-3</sub>)<sub>2</sub> where R<sub>C-1</sub> and R<sub>C-2</sub> are the same or different and are selected from the group consisting of:

(A) -H,

(B) -C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

20 (C) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

25 (D) C<sub>2</sub>-C<sub>6</sub> alkynyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

30 (E) - (CH<sub>2</sub>)<sub>1-2</sub>-S(O)<sub>0-2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(F) - (CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

- (G) - (C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1</sub>-aryl,  
 (H) - (C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>C</sub>-heteroaryl,  
 (I) - (C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1</sub>-heterocycle,  
 (J) -R<sub>C</sub>-heteroaryl,  
 5 (K) -R<sub>1</sub>-heterocycle,  
 (M) - (CH<sub>2</sub>)<sub>1-4</sub>-R<sub>C-4</sub>-(CH<sub>2</sub>)<sub>0-4</sub>-R<sub>1</sub>-aryl where R<sub>C-4</sub> is -O-, -S- or  
 -NR(C<sub>1</sub>-C<sub>6</sub> alkyl)-,  
 (N) - (CH<sub>2</sub>)<sub>1-4</sub>-R<sub>C-4</sub>-(CH<sub>2</sub>)<sub>0-4</sub>-R<sub>C</sub>-heteroaryl,  
 (O) -R<sub>1</sub>-aryl,

10 and where

R<sub>C-3</sub> at each occurrence is independently:

- (A) -H,  
 (B) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one,  
 two or three substituents independently selected from the group  
 15 consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH,  
 -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,  
 (C) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds,  
 optionally substituted with one, two or three substituents  
 independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl,  
 20 halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>  
 R<sub>1-b</sub>,  
 (D) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds,  
 optionally substituted with one, two or three substituents  
 independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl,  
 25 -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl,  
 and -NR<sub>1-a</sub>R<sub>1-b</sub>,  
 (E) -(CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally  
 substituted with 1, 2, or 3 groups that are independently  
 selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl,  
 30 -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and  
 -NR<sub>1-a</sub>R<sub>1-b</sub>,

- (F) -R<sub>1</sub>-aryl,  
 (G) -R<sub>C</sub>-heteroaryl,  
 (H) -R<sub>1</sub>-heterocycle,

- (I) - (C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1</sub>-aryl,  
 (J) - (C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>C</sub>-heteroaryl,  
 (K) - (C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1</sub>-heterocycle,

(XVI) -CH(R<sub>C</sub>-aryl)<sub>2</sub>,

5 (XVII) -CH(R<sub>C</sub>-heteroaryl)<sub>2</sub>,

(XVIII) -CH(R<sub>C</sub>-aryl)(R<sub>C</sub>-heteroaryl),

(XIX) -cyclopentyl, -cyclohexyl, or -cycloheptyl ring  
 fused to R<sub>C</sub>-aryl or R<sub>C</sub>-heteroaryl or R<sub>1</sub>-heterocycle where one carbon of  
 cyclopentyl, cyclohexyl, or -cycloheptyl is optionally replaced  
 10 with NH, NR<sub>N-5</sub>, O, S(=O)<sub>0-2</sub>, and where cyclopentyl, cyclohexyl,  
 or -cycloheptyl is optionally substituted with one or two -C<sub>1</sub>-C<sub>3</sub>  
 alkyl, -F, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, =O, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(XX) C<sub>2</sub>-C<sub>10</sub> alkenyl optionally substituted with one,  
 two or three substituents independently selected from the group  
 15 consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N,  
 -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(XXI) C<sub>2</sub>-C<sub>10</sub> alkynyl optionally substituted with one,  
 two or three substituents independently selected from the group  
 consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N,  
 20 -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(XXI) - (CH<sub>2</sub>)<sub>0-1</sub>-CHR<sub>C-6</sub>-(CH<sub>2</sub>)<sub>0-1</sub>-R<sub>C</sub>-aryl wherein

R<sub>C-6</sub> is - (CH<sub>2</sub>)<sub>0-6</sub>-OH,

(XXII) - (CH<sub>2</sub>)<sub>0-1</sub>-CHR<sub>C-6</sub>-(CH<sub>2</sub>)<sub>0-1</sub>-R<sub>C</sub>-heteroaryl,

(XXIII) -CH(-R<sub>C</sub>-aryl or R<sub>C</sub>-heteroaryl)-CO-O(C<sub>1</sub>-C<sub>4</sub> alkyl),

25 (XXIV) -CH(-CH<sub>2</sub>-OH)-CH(-OH)-alkyl-NO<sub>2</sub>,

(XXV) - (C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>6</sub> alkyl)-OH,

(XXVII) -CH<sub>2</sub>-NH-CH<sub>2</sub>-CH(-O-CH<sub>2</sub>-CH<sub>3</sub>)<sub>2</sub>,

(XXVIII) -H, and

(XXIX) - (CH<sub>2</sub>)<sub>0-6</sub>-C(=NR<sub>1-a</sub>)(NR<sub>1-a</sub>R<sub>1-b</sub>).

30 The invention also provides compounds, compositions, kits,  
 and methods for inhibiting beta-secretase-mediated cleavage of  
 amyloid precursor protein (APP). More particularly, the  
 compounds, compositions, and methods of the invention are  
 effective to inhibit the production of A-beta peptide and to

treat and/or prevent any human or veterinary disease or condition associated with a pathological form of A-beta peptide.

The invention also include methods of treating a patient who has, or in preventing a patient from getting, a disease or  
5 condition selected from the group consisting of Alzheimer's disease, for helping prevent or delay the onset of Alzheimer's disease, for treating patients with mild cognitive impairment (MCI) and preventing or delaying the onset of Alzheimer's disease in those who would progress from MCI to AD, for treating  
10 Down's syndrome, for treating humans who have Hereditary Cerebral Hemorrhage with Amyloidosis of the Dutch-Type, for treating cerebral amyloid angiopathy and preventing its potential consequences, i.e. single and recurrent lobar hemorrhages, for treating other degenerative dementias,  
15 including dementias of mixed vascular and degenerative origin, dementia associated with Parkinson's disease, frontotemporal dementias with parkinsonism (FTDP), dementia associated with progressive supranuclear palsy, dementia associated with cortical basal degeneration, or diffuse Lewy body type of  
20 Alzheimer's disease and who is in need of such treatment, which includes administration of a therapeutically effective amount of a compound of formula (I), or a pharmaceutically acceptable salt or ester thereof.

The compounds of the invention possess beta-secretase  
25 inhibitory activity. The inhibitory activities of the compounds of the invention is readily demonstrated, for example, using one or more of the assays described herein or known in the art.

In an embodiment, this method of treatment can be used where the disease is Alzheimer's disease.

30 In an embodiment, this method of treatment can help prevent or delay the onset of Alzheimer's disease.

In an embodiment, this method of treatment can be used where the disease is mild cognitive impairment.

In an embodiment, this method of treatment can be used  
35 where the disease is Down's syndrome.

In an embodiment, this method of treatment can be used where the disease is Hereditary Cerebral Hemorrhage with Amyloidosis of the Dutch-Type.

5 In an embodiment, this method of treatment can be used where the disease is cerebral amyloid angiopathy.

In an embodiment, this method of treatment can be used where the disease is degenerative dementias.

10 In an embodiment, this method of treatment can be used where the disease is diffuse Lewy body type of Alzheimer's disease.

In an embodiment, this method of treatment can treat an existing disease.

In an embodiment, this method of treatment can prevent a disease from developing.

15 In an embodiment, this method of treatment can employ therapeutically effective amounts: for oral administration from about 0.1 mg/day to about 3000 mg/day, preferably about 1,000 mg/day; for parenteral, sublingual, intranasal, intrathecal administration from about 0.5 to about 500 mg/day, preferably  
20 about 100 mg/day; for depo administration and implants from about 0.5 mg/day to about 50 mg/day; for topical administration from about 0.5 mg/day to about 200 mg/day; for rectal administration from about 0.5 mg to about 500 mg.

25 In an embodiment, this method of treatment can employ therapeutically effective amounts: for oral administration from about 1 mg/day to about 100 mg/day; and for parenteral administration from about 5 to about 50 mg daily.

30 In an embodiment, this method of treatment can employ therapeutically effective amounts for oral administration from about 5 mg/day to about 50 mg/day.

The invention also includes a pharmaceutical composition, which includes a compound of the formulae herein, or a pharmaceutically acceptable salt or ester thereof.

35 The invention also includes the use of a compound of the formulae herein, or a pharmaceutically acceptable salt or ester

thereof, for the manufacture of a medicament for use in treating a patient who has, or in preventing a patient from getting, a disease or condition selected from the group consisting of Alzheimer's disease, for helping prevent or delay the onset of  
5 Alzheimer's disease, for treating patients with mild cognitive impairment (MCI) and preventing or delaying the onset of Alzheimer's disease in those who would progress from MCI to AD, for treating Down's syndrome, for treating humans who have Hereditary Cerebral Hemorrhage with Amyloidosis of the Dutch-  
10 Type, for treating cerebral amyloid angiopathy and preventing its potential consequences, i.e. single and recurrent lobar hemorrhages, for treating other degenerative dementias, including dementias of mixed vascular and degenerative origin, dementia associated with Parkinson's disease, dementia  
15 associated with progressive supranuclear palsy, dementia associated with cortical basal degeneration, diffuse Lewy body type of Alzheimer's disease and who is in need of such treatment.

In an embodiment, this use of a compound of the formulae  
20 herein can be employed where the disease is Alzheimer's disease.

In an embodiment, this use of a compound of the formulae herein can help prevent or delay the onset of Alzheimer's disease.

In an embodiment, this use of a compound of the formulae  
25 herein can be employed where the disease is mild cognitive impairment.

In an embodiment, this use of a compound of the formulae herein can be employed where the disease is Down's syndrome.

In an embodiment, this use of a compound of the formulae  
30 herein can be employed where the disease is Hereditary Cerebral Hemorrhage with Amyloidosis of the Dutch-Type.

In an embodiment, this use of a compound of the formulae herein can be employed where the disease is cerebral amyloid angiopathy.

In an embodiment, this use of a compound of the formulae herein can be employed where the disease is degenerative dementias.

5 In an embodiment, this use of a compound of the formulae herein can be employed where the disease is diffuse Lewy body type of Alzheimer's disease.

In an embodiment, this use of a substituted amine employs a pharmaceutically acceptable salt selected from the group consisting of salts of the following acids hydrochloric, 10 hydrobromic, hydroiodic, nitric, sulfuric, phosphoric, citric, methanesulfonic,  $\text{CH}_3-(\text{CH}_2)_n-\text{COOH}$  where n is 0 through 4,  $\text{HOOC}-(\text{CH}_2)_n-\text{COOH}$  where n is 0 through 4,  $\text{HOOC}-\text{CH}=\text{CH}-\text{COOH}$ , and phenyl-COOH.

The invention also includes methods for inhibiting beta- 15 secretase activity, for inhibiting cleavage of amyloid precursor protein (APP), in a reaction mixture, at a site between Met596 and Asp597, numbered for the APP-695 amino acid isotype, or at a corresponding site of an isotype or mutant thereof; for inhibiting production of amyloid beta peptide (A beta) in a 20 cell; for inhibiting the production of beta-amyloid plaque in an animal; and for treating or preventing a disease characterized by beta-amyloid deposits in the brain. These methods each include administration of a therapeutically effective amount of a compound of the formulae herein, or a pharmaceutically 25 acceptable salt or ester thereof.

The invention also includes a method for inhibiting beta-secretase activity, including exposing said beta-secretase to an effective inhibitory amount of a compound of the formulae herein, or a pharmaceutically acceptable salt or ester thereof.

30 In an embodiment, this method employs a compound that inhibits 50% of the enzyme's activity at a concentration of less than 50 micromolar.

In an embodiment, this method employs a compound that inhibits 50% of the enzyme's activity at a concentration of 10 35 micromolar or less.

In an embodiment, this method employs a compound that inhibits 50% of the enzyme's activity at a concentration of 1 micromolar or less.

5 In an embodiment, this method employs a compound that inhibits 50% of the enzyme's activity at a concentration of 10 nanomolar or less.

In an embodiment, this method includes exposing said beta-secretase to said compound *in vitro*.

10 In an embodiment, this method includes exposing said beta-secretase to said compound in a cell.

In an embodiment, this method includes exposing said beta-secretase to said compound in a cell in an animal.

In an embodiment, this method includes exposing said beta-secretase to said compound in a human.

15 The invention also includes a method for inhibiting cleavage of amyloid precursor protein (APP), in a reaction mixture, at a site between Met596 and Asp597, numbered for the APP-695 amino acid isotype; or at a corresponding site of an isotype or mutant thereof, including exposing said reaction  
20 mixture to an effective inhibitory amount of a compound of the formulae herein, or a pharmaceutically acceptable salt or ester thereof.

In an embodiment, this method employs a cleavage site:  
between Met652 and Asp653, numbered for the APP-751 isotype;  
25 between Met 671 and Asp 672, numbered for the APP-770 isotype;  
between Leu596 and Asp597 of the APP-695 Swedish Mutation;  
between Leu652 and Asp653 of the APP-751 Swedish Mutation; or  
between Leu671 and Asp672 of the APP-770 Swedish Mutation.

30 In an embodiment, this method exposes said reaction mixture *in vitro*.

In an embodiment, this method exposes said reaction mixture in a cell.

In an embodiment, this method exposes said reaction mixture in an animal cell.

In an embodiment, this method exposes said reaction mixture in a human cell.

The invention also includes a method for inhibiting production of amyloid beta peptide (A beta) in a cell, including  
5 administering to said cell an effective inhibitory amount of a compound of the formulae herein, or a pharmaceutically acceptable salt or ester thereof.

In an embodiment, this method includes administering to an animal.

10 In an embodiment, this method includes administering to a human.

The invention also includes a method for inhibiting the production of beta-amyloid plaque in an animal, including administering to said animal an effective inhibitory amount of a  
15 compound of the formulae herein, or a pharmaceutically acceptable salt or ester thereof.

In an embodiment, this method includes administering to a human.

The invention also includes a method for treating or  
20 preventing a disease characterized by beta-amyloid deposits in the brain including administering to a patient an effective therapeutic amount of a hydroxyethylene compound of the formulae herein, or a pharmaceutically acceptable salt or ester thereof.

25 In an embodiment, this method employs a compound that inhibits 50% of the enzyme's activity at a concentration of less than 50 micromolar.

In an embodiment, this method employs a compound that inhibits 50% of the enzyme's activity at a concentration of 10  
30 micromolar or less.

In an embodiment, this method employs a compound that inhibits 50% of the enzyme's activity at a concentration of 1 micromolar or less.

In an embodiment, this method employs a compound that inhibits 50% of the enzyme's activity at a concentration of 10 nanomolar or less.

5 In an embodiment, this method employs a compound at a therapeutic amount in the range of from about 0.1 to about 1000 mg/day.

In an embodiment, this method employs a compound at a therapeutic amount in the range of from about 15 to about 1500 mg/day.

10 In an embodiment, this method employs a compound at a therapeutic amount in the range of from about 1 to about 100 mg/day.

In an embodiment, this method employs a compound at a therapeutic amount in the range of from about 5 to about 50 mg/day.

15 In an embodiment, this method can be used where said disease is Alzheimer's disease.

In an embodiment, this method can be used where said disease is Mild Cognitive Impairment, Down's Syndrome, or  
20 Hereditary Cerebral Hemorrhage with Amyloidosis of the Dutch Type.

The invention also includes a composition including beta-secretase complexed with a compound of the formulae herein, or a pharmaceutically acceptable salt or ester thereof.

25 The invention also includes a method for producing a beta-secretase complex including exposing beta-secretase to a compound of the formulae herein, or a pharmaceutically acceptable salt or ester thereof, in a reaction mixture under conditions suitable for the production of said complex.

30 In an embodiment, this method employs exposing in vitro.

In an embodiment, this method employs a reaction mixture that is a cell.

The invention also includes a component kit including component parts capable of being assembled, in which at least

one component part includes a compound of the formulae herein enclosed in a container.

In an embodiment, this component kit includes lyophilized compound, and at least one further component part includes a  
5 diluent.

The invention also includes a container kit including a plurality of containers, each container including one or more unit dose of a compound of the formulae herein, or a pharmaceutically acceptable salt or ester thereof.

10 In an embodiment, this container kit includes each container adapted for oral delivery and includes a tablet, gel, or capsule.

In an embodiment, this container kit includes each container adapted for parenteral delivery and includes a depot  
15 product, syringe, ampoule, or vial.

In an embodiment, this container kit includes each container adapted for topical delivery and includes a patch, medipad, ointment, or cream.

The invention also includes an agent kit including a  
20 compound of the formulae herein, or a pharmaceutically acceptable salt or ester thereof; and one or more therapeutic agent selected from the group consisting of an antioxidant, an anti-inflammatory, a gamma secretase inhibitor, a neurotrophic agent, an acetyl cholinesterase inhibitor, a statin, an A beta  
25 peptide, and an anti-A beta antibody.

The invention also includes a composition including: a compound of the formulae herein, or a pharmaceutically acceptable salt or ester thereof; and an inert diluent or edible carrier.

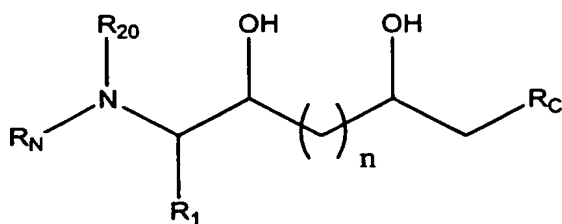
30 In an embodiment, this composition includes a carrier that is an oil.

The invention also includes a composition including: a compound of the formulae herein, or a pharmaceutically acceptable salt or ester thereof; and a binder, excipient,  
35 disintegrating agent, lubricant, or gildant.

The invention also includes a composition including: a compound of the formulae herein, or a pharmaceutically acceptable salt or ester thereof; disposed in a cream, ointment, or patch.

5 The invention contemplates a method of treating a patient who has, or in preventing a patient from getting, a disease or condition selected from the group consisting of Alzheimer's disease, for helping prevent or delay the onset of Alzheimer's disease, for treating patients with mild cognitive impairment  
10 (MCI) and preventing or delaying the onset of Alzheimer's disease in those who would progress from MCI to AD, for treating Down's syndrome, for treating humans who have Hereditary Cerebral Hemorrhage with Amyloidosis of the Dutch-Type, for treating cerebral amyloid angiopathy and preventing its  
15 potential consequences, i.e. single and recurrent lobar hemorrhages, for treating other degenerative dementias, including dementias of mixed vascular and degenerative origin, dementia associated with Parkinson's disease, dementia associated with progressive supranuclear palsy, dementia  
20 associated with cortical basal degeneration, diffuse Lewy body type of Alzheimer's disease and who is in need of such treatment which comprises administration of a therapeutically effective amount of a compound of formula (I), or a pharmaceutically acceptable salt or ester thereof, wherein  $R_{20}$ ,  $R_1$ ,  $R_N$ ,  $n$  and  $R_C$   
25 are as defined as above or below.

The invention also includes a method for making a compound of formula (I)



(I)

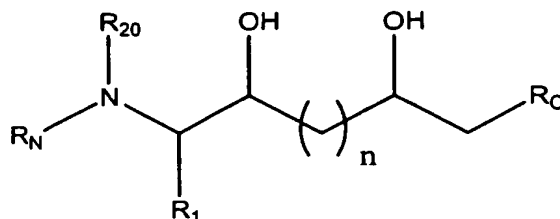
30

or a pharmaceutically acceptable salt or ester thereof, wherein  $R_{20}$ ,  $R_1$ ,  $R_N$ ,  $n$  and  $R_C$  are as defined above or below.

5

### Detailed Description of the Invention

In a broad aspect, the invention provides compounds of the formula I:



10

(I)

where  $R_N$ ,  $R_{20}$ ,  $R_1$ ,  $n$  and  $R_C$  are as defined above, and pharmaceutically acceptable salts and esters thereof. Generally speaking, in the various formulae disclosed herein, it is preferable that  $R_{20}$  is H.

15

In another broad aspect, the invention provides compounds of formula I, wherein

$R_1$  is:

(I)  $C_1$ - $C_6$  alkyl, optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1$ - $C_3$  alkyl,  $C_1$ - $C_7$  alkyl (optionally substituted with  $C_1$ - $C_3$  alkyl and  $C_1$ - $C_3$  alkoxy), -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1$ - $C_3$  alkoxy, -NR $_{1-a}$ R $_{1-b}$  where  $R_{1-a}$  and  $R_{1-b}$  are independently -H or  $C_1$ - $C_6$  alkyl, -OC=O NR $_{1-a}$ R $_{1-b}$ ,

25

(II) -CH $_2$ -S(O) $_{0-2}$ -( $C_1$ - $C_6$  alkyl),

(III) -CH $_2$ -CH $_2$ -S(O) $_{0-2}$ -( $C_1$ - $C_6$  alkyl),

(IV)  $C_2$ - $C_6$  alkenyl with one or two double bonds,

optionally substituted with one, two or three substituents selected independently from the group consisting of -F, -Cl, -

30

OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1$ - $C_3$  alkoxy, -NR $_{1-a}$ R $_{1-b}$ ,

(V) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected independently from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

5 (VI) -(CH<sub>2</sub>)<sub>n1</sub>-(R<sub>1-aryl</sub>) where n<sub>1</sub> is zero or one and where R<sub>1-aryl</sub> is phenyl, 1-naphthyl, 2-naphthyl and indanyl, indenyl, dihydronaphthyl, tetralinyl optionally substituted with one, two, three or four of the following independently selected substituents on the aryl ring:

10 (A) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy,

(B) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, 15 optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(C) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents 20 independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(D) -F, Cl, -Br and -I,

(E) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two or three -F,

25 (F) -NR<sub>N-2</sub>R<sub>N-3</sub>,

(G) -OH,

(H) -C≡N,

(I) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group 30 consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(J) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(K) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(L) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

(M)  $-\text{SO}_2-(\text{C}_1-\text{C}_4 \text{ alkyl})$ ,

(VII)  $-(\text{CH}_2)_{n1}-(\text{R}_1\text{-heteroaryl})$  and where  $\text{R}_1\text{-heteroaryl}$  is selected from the group consisting of:

pyridinyl, pyrimidinyl, quinolinyl, benzothienyl,  
5 indolyl, indolinyl, pyridazinyl, pyrazinyl,  
isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl,  
phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl,  
oxazolyl, thiazolyl, indolizinyl, indazolyl,  
benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl,  
10 thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl,  
triazolyl, tetrazolyl, oxazolopyridinyl,  
imidazopyridinyl, isothiazolyl, naphthyridinyl,  
cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl,  
chromanyl, tetrahydroisoquinolinyl, isoindolinyl,  
15 isobenzotetrahydrofuranyl, isobenzotetrahydrothienyl,  
isobenzothienyl, benzoxazolyl, pyridopyridinyl,  
benzotetrahydrofuranyl, benzotetrahydrothienyl,  
purinyl, benzodioxolyl, triazinyl, phenoxazinyl,  
phenothiazinyl, pteridinyl, benzothiazolyl,  
20 imidazopyridinyl, imidazothiazolyl,  
dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,  
dihydrobenzisothiazinyl, benzopyranyl,  
benzothiopyranyl, coumarinyl, isocoumarinyl,  
chromonyl, chromanonyl, pyridinyl-N-oxide,  
25 tetrahydroquinolinyl, dihydroquinolinyl,  
dihydroquinolinonyl, dihydroisoquinolinonyl,  
dihydrocoumarinyl, dihydroisocoumarinyl,  
isoindolinonyl, benzodioxanyl, benzoxazolinonyl,  
pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-  
30 oxide, pyrazinyl N-oxide, quinolinyl N-oxide, indolyl  
N-oxide, indolinyl N-oxide, isoquinolyl N-oxide,  
quinazolinyl N-oxide, quinoxalinyl N-oxide,  
phthalazinyl N-oxide, imidazolyl N-oxide, isoxazolyl  
N-oxide, oxazolyl N-oxide, thiazolyl N-oxide,  
35 indolizinyl N-oxide, indazolyl N-oxide, benzothiazolyl

N-oxide, benzimidazolyl N-oxide, pyrrolyl N-oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, benzothiopyranyl S,S-dioxide,

5                   where the  $R_1$ -heteroaryl group is bonded to  $-(CH_2)_{n1}-$  by any ring atom of the parent  $R_1$ -heteroaryl group substituted by hydrogen such that the new bond to the  $R_1$ -heteroaryl group replaces the hydrogen atom and its bond, where heteroaryl is optionally substituted with one, two, three or four of:

10                   (1)  $C_1-C_6$  alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-NR_{1-a}R_{1-b}$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,

                    (2)  $C_2-C_6$  alkenyl with one or two double bonds,  
15                   optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,  $-NR_{1-a}R_{1-b}$ ,

                    (3)  $C_2-C_6$  alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents  
20                   independently selected from the group consisting of -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,  $-NR_{1-a}R_{1-b}$ ,

                    (4) -F, -Cl, -Br and -I,

                    (5)  $-C_1-C_6$  alkoxy optionally substituted with one, two, or three -F,

25                   (6)  $-NR_{N-2}R_{N-3}$ ,

                    (7) -OH,

                    (8)  $-C\equiv N$ ,

                    (9)  $C_3-C_7$  cycloalkyl, optionally substituted with one, two or three substituents independently selected from the  
30                   group consisting of -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,  $-NR_{1-a}R_{1-b}$ ,

                    (10)  $-CO-(C_1-C_4 \text{ alkyl})$ ,

                    (11)  $-SO_2-NR_{1-a}R_{1-b}$ ,

                    (12)  $-CO-NR_{1-a}R_{1-b}$ ,

(13)  $-\text{SO}_2-(\text{C}_1-\text{C}_4 \text{ alkyl})$ , with the proviso that when  $n_1$  is zero,  $\text{R}_1$ -heteroaryl is not bonded to the carbon chain by nitrogen,

(VIII)  $-(\text{CH}_2)_{n_1}-(\text{R}_1\text{-heterocycle})$  and  $\text{R}_1$ -heterocycle is selected from the group consisting of:  
morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide,  
thiomorpholinyl S,S-dioxide, piperazinyl, homopiperazinyl,  
pyrrolidinyl, pyrrolinyl, tetrahydropyranyl, piperidinyl,  
tetrahydrofuranyl, tetrahydrothienyl, homopiperidinyl,  
homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl  
S,S-dioxide, oxazolidinonyl, dihydropyrazolyl,  
dihydropyrrolyl dihydropyrazinyl dihydropyridinyl  
dihydropyrimidinyl, dihydrofuryl, dihydropyranal,  
tetrahydrothienyl S-oxide, tetrahydrothienyl S,S-dioxide,  
homothiomorpholinyl S-oxide,

where the  $\text{R}_1$ -heterocycle group is bonded by any atom of the parent  $\text{R}_1$ -heterocycle group substituted by hydrogen such that the new bond to the  $\text{R}_1$ -heterocycle group replaces the hydrogen atom and its bond, where heterocycle is optionally substituted with one, two, three or four:

(1)  $\text{C}_1-\text{C}_6$  alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy,

(2)  $\text{C}_2-\text{C}_6$  alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy,  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(3)  $\text{C}_2-\text{C}_6$  alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy,  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(4)  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$  and  $-\text{I}$ ,

(5)  $-C_1-C_6$  alkoxy optionally substituted with one, two, or three  $-F$ ,

(6)  $-NR_{N-2}R_{N-3}$ ,

(7)  $-OH$ ,

5

(8)  $-C\equiv N$ ,

(9)  $C_3-C_7$  cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,  $-NR_{1-a}R_{1-b}$ ,

10

(10)  $-CO-(C_1-C_4 \text{ alkyl})$ ,

(11)  $-SO_2-NR_{1-a}R_{1-b}$ ,

(12)  $-CO-NR_{1-a}R_{1-b}$ ,

(13)  $-SO_2-(C_1-C_4 \text{ alkyl})$ ,

(14)  $=O$ , with the proviso that when  $n_1$  is zero  $R_1$ -heterocycle is not bonded to the carbon chain by nitrogen; where  $R_N$  is:

(I)  $R_{N-1}-X_N$  where  $X_N$  is selected from the group consisting of:

(A)  $-CO-$ ,

20

(B)  $-SO_2-$

where  $R_{N-1}$  is selected from the group consisting of:

(A)  $R_{N-aryl}$  where  $R_{N-aryl}$  is phenyl, 1-naphthyl, 2-naphthyl, tetralinyl, indanyl, dihydronaphthyl or 6,7,8,9-tetrahydro-5H-benzo[*a*]cycloheptenyl, optionally substituted with one, two or three of the following substituents which can be the same or different and are:

(1)  $C_1-C_6$  alkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,  $-NR_{1-a}R_{1-b}$ ,

30

(2)  $-OH$ ,

(3)  $-NO_2$ ,

(4)  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,

(5)  $-CO-OH$ ,

(6)  $-\text{C}\equiv\text{N}$ ,

(7)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$  where  $\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  are the same or different and are selected from the group consisting of:

5

(a)  $-\text{H}$ ,

(b)  $-\text{C}_1-\text{C}_6$  alkyl optionally substituted with one substituent selected from the group consisting of:

(i)  $-\text{OH}$ ,

(ii)  $-\text{NH}_2$ ,

10

(c)  $-\text{C}_1-\text{C}_6$  alkyl optionally substituted with one to three groups independently selected from  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ , and  $-\text{I}$ ,

(d)  $-\text{C}_3-\text{C}_7$  cycloalkyl,

(e)  $-(\text{C}_1-\text{C}_2 \text{ alkyl})-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,

15

(f)  $-(\text{C}_1-\text{C}_6 \text{ alkyl})-\text{O}-(\text{C}_1-\text{C}_3 \text{ alkyl})$ ,

(g)  $-\text{C}_2-\text{C}_6$  alkenyl with one or two

double bonds,

(h)  $-\text{C}_2-\text{C}_6$  alkynyl with one or two

triple bonds,

20

(i)  $-\text{C}_1-\text{C}_6$  hydrocarbyl chain with one double bond and one triple bond,

(j)  $-\text{R}_1\text{-aryl}$ ,

(k)  $-\text{R}_1\text{-heteroaryl}$ ,

(8)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_1-\text{C}_{12} \text{ alkyl})$ ,

25

(9)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12} \text{ alkenyl with one, two or three double bonds})$ ,

(10)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12} \text{ alkynyl with one, two or three triple bonds})$ ,

(11)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,

30

(12)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-aryl}$ ,

(13)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heteroaryl}$ ,

(14)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heterocycle}$ ,

(15)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_{\text{N}-4}$  where  $\text{R}_{\text{N}-4}$  is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl,

35

homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of C<sub>1</sub>-C<sub>6</sub> alkyl,

(16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> is selected

5 from the group consisting of:

(a) C<sub>1</sub>-C<sub>6</sub> alkyl,

(b) - (CH<sub>2</sub>)<sub>0-2</sub>- (R<sub>1</sub>-aryl),

(c) C<sub>2</sub>-C<sub>6</sub> alkenyl containing one or two

double bonds,

(d) C<sub>2</sub>-C<sub>6</sub> alkynyl containing one or two

10

triple bonds,

(e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(f) - (CH<sub>2</sub>)<sub>0-2</sub>- (R<sub>1</sub>-heteroaryl),

(17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,

15

(18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO- (C<sub>1</sub>-C<sub>8</sub> alkyl),

(19) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>- (C<sub>1</sub>-C<sub>12</sub> alkyl),

(20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>- (C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub> )-CO-O-R<sub>N-5</sub> where R<sub>N-</sub>

5 can be the same or different,

20

(22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub> )-CO-N(R<sub>N-5</sub>)<sub>2</sub>, where

R<sub>N-5</sub> can be the same or different,

(23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be

the same or different,

(24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub> )-CO-R<sub>N-2</sub>,

25

(25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,

(26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,

(27) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO- (C<sub>1</sub>-C<sub>6</sub> alkyl),

(28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O)- (OR<sub>N-1</sub>)<sub>2</sub> where R<sub>N-1</sub> is -H

or C<sub>1</sub>-C<sub>4</sub> alkyl,

30

(29) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(30) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

(31) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (R<sub>N-5</sub>)<sub>2</sub>,

(32) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (R<sub>N-5</sub>)<sub>2</sub>-COOH,

(33) - (CH<sub>2</sub>)<sub>0-4</sub>-S- (R<sub>N-5</sub>)<sub>2</sub>,

(34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five of } -\text{F})$ ,

(35)  $\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ ,

(36)  $\text{C}_2-\text{C}_6 \text{ alkenyl having one or two double bonds and which is optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F, } -\text{Cl, } -\text{Br, } -\text{I, } -\text{OH, } -\text{SH, } -\text{C}\equiv\text{N, } -\text{CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, } -\text{NR}_{1-a}\text{R}_{1-b} \text{ e,}$

(37)  $\text{C}_2-\text{C}_6 \text{ alkynyl with one or two triple bonds optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F, } -\text{Cl, } -\text{Br, } -\text{I, } -\text{OH, } -\text{SH, } -\text{C}\equiv\text{N, } -\text{CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, } -\text{NR}_{1-a}\text{R}_{1-b},$

(38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H} \text{ or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$ , or

(39)  $-(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ ,

(B)  $-\text{R}_{\text{N-heteroaryl}}$  where  $\text{R}_{\text{N-heteroaryl}}$  carries the same definition as  $\text{R}_{1-heteroaryl}$ , where the  $\text{R}_{\text{N-heteroaryl}}$  group is bonded by any atom of the parent  $\text{R}_{\text{N-heteroaryl}}$  group substituted by hydrogen such that the new bond to the  $\text{R}_{\text{N-heteroaryl}}$  group replaces the hydrogen atom and its bond, where heteroaryl is optionally substituted with one, two, three, or four groups independently selected from:

(1)  $\text{C}_1-\text{C}_6 \text{ alkyl, optionally substituted with one, two or three substituents selected from the group consisting of } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F, } -\text{Cl, } -\text{Br, } -\text{I, } -\text{OH, } -\text{SH, } -\text{C}\equiv\text{N, } -\text{CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, and } -\text{NR}_{1-a}\text{R}_{1-b},$

(2)  $-\text{OH}$ ,

(3)  $-\text{NO}_2$ ,

(4)  $-\text{F, } -\text{Cl, } -\text{Br, } -\text{I}$ ,

(5)  $-\text{CO}-\text{OH}$ ,

(6)  $-\text{C}\equiv\text{N}$ ,

(7)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,

(C)  $\text{R}_{\text{N-aryl}}-\text{W}-\text{R}_{\text{N-aryl}}$ ,

(D)  $\text{R}_{\text{N-aryl}}-\text{W}-\text{R}_{\text{N-heteroaryl}}$ ,

(E)  $\text{R}_{\text{N-aryl}}-\text{W}-\text{R}_{\text{N-heterocycle}}$ , where  $\text{R}_{\text{N-heterocycle}}$  is the same as  $\text{R}_{1-heterocycle}$

(F)  $\text{R}_{\text{N-heteroaryl}}-\text{W}-\text{R}_{\text{N-aryl}}$ ,

(G)  $\text{R}_{\text{N-heteroaryl}}-\text{W}-\text{R}_{\text{N-heteroaryl}}$ ,

- (H)  $R_N$ -heteroaryl-W- $R_N$ -heterocycle,  
 (I)  $R_N$ -heterocycle-W- $R_N$ -aryl,  
 (J)  $R_N$ -heterocycle-W- $R_N$ -heteroaryl,  
 (K)  $R_N$ -heterocycle-W- $R_N$ -heterocycle, and

5 where W is

- (7)  $-(CH_2)_{0-4}-$ ,  
 (8)  $-O-$ ,  
 (9)  $-S(O)_{0-2}-$ ,  
 (10)  $-N(R_{N-5})-$ , or  
 (5)  $-CO-$ ; and

10

where  $R_{20}$  is H,  $CH_3$ , or  $C_{2-6}$  alkyl or alkenyl either of which may be optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -CON, - $CF_3$ ,  $C_1-C_3$  alkoxy,  $-NR_{1-a}R_{1-b}$ ;

15 where n is 0 or 1;

where  $R_c$  is  $-R_A$ ,  $-O-R_A$ ,  $-X-R_A$ ,  $-NH-NHR_A$ ,  $-NR_{20}-NHR_A$ ,  $-NH-NR_{20}R_A$  or  $-NR_{20}-NR_{20}R_A$ , wherein X is  $-CH_2-$ ,  $-CH(R_A)-$ ,  $-S-$ ,  $-S(=O)-$ ,  $-SO_2-$ ,  $-NH-$ ,  $-N(R_{20})-$ ,  $-N(R_A)-$ ,  $-NH-N(R_A)-$ , or  $-NR_{20}-N(R_A)-$ ;

where  $R_A$  is

20

(I)  $-C_1-C_{10}$  alkyl optionally substituted with one, two or three groups independently selected from the group consisting of  $C_1-C_3$  alkyl, halogen, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_6$  alkoxy, -O-phenyl,  $-NR_{1-a}R_{1-b}$ ,  $-OC(=O)NR_{1-a}R_{1-b}$ ,  $-S(=O)_{0-2}R_{1-a}$ ,  $-NR_{1-a}C(=O)NR_{1-a}R_{1-b}$ ,  $-C(=O)NR_{1-a}R_{1-b}$ , and  $-S(=O)_2NR_{1-a}R_{1-b}$  wherein

25

$R_{1-a}$  and  $R_{1-b}$  at each occurrence are independently H or  $C_1-C_6$  alkyl,

(II)  $-(CH_2)_{0-3}-(C_3-C_8)$  cycloalkyl where cycloalkyl can be optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl, halogen, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_6$  alkoxy, -O-phenyl,  $-CO_2H$ ,  $-CO_2-(C_1-C_4)$  alkyl, and  $-NR_{1-a}R_{1-b}$

30

(III)  $-(CR_{C-x}R_{C-y})_{0-4}-R_C$ -aryl where  $R_{C-x}$  and  $R_{C-y}$  are independently selected from the group consisting of

-H,

35

$C_1-C_4$  alkyl optionally substituted with 1 or 2 -OH,

C<sub>1</sub>-C<sub>4</sub> alkoxy optionally substituted with 1, 2, or 3  
halogen,

-(CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>8</sub> cycloalkyl,

C<sub>2</sub>-C<sub>6</sub> alkenyl containing one or two double bonds,

5 C<sub>2</sub>-C<sub>6</sub> alkynyl containing one or two triple bonds, and  
phenyl,

or

R<sub>C-x</sub> and R<sub>C-y</sub> are taken together with the carbon to  
which they are attached to form a carbocycle of three, four,  
10 five, six or seven carbon atoms, where one carbon atom is  
optionally replaced by a group selected from -O-, -S-, -SO<sub>2</sub>-,  
-NR<sub>N-2</sub>- and R<sub>C-aryl</sub>, wherein

R<sub>C-aryl</sub> at each occurrence is independently phenyl;  
naphthyl; tetralinyl; indanyl; dihydronaphthyl; or 6,7,8,9-  
15 tetrahydro-5H-benzo[a]cycloheptenyl, each of which is optionally  
substituted with 1, 2, or 3 groups that are independently:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with  
one, two or three substituents selected from the group  
consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub>  
20 alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(2) -OH,

(3) -NO<sub>2</sub>,

(4) halogen,

(5) -CO<sub>2</sub>H,

25 (6) -C≡N,

(7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub> where

R<sub>N-2</sub> and R<sub>N-3</sub> are independently selected  
from the group consisting of:

(a) -H,

30 (b) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted  
with one substituent selected from the group consisting of:

(i) -OH, and

(ii) -NH<sub>2</sub>,

(c)  $-C_1-C_6$  alkyl optionally substituted with 1, 2, or 3 groups that are independently  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ , or  $OH$ ,

5 (d)  $-C_3-C_7$  cycloalkyl,  
(e)  $-(C_1-C_2 \text{ alkyl})-(C_3-C_7 \text{ cycloalkyl})$ ,  
(f)  $-(C_1-C_6 \text{ alkyl})-O-(C_1-C_3 \text{ alkyl})$ ,  
(g)  $-C_2-C_6$  alkenyl  
(h)  $-C_2-C_6$  alkynyl  
(i)  $-C_1-C_6$  alkyl chain with one double  
10 bond and one triple bond,

(j)  $-R_{1-aryl}$  wherein  $R_{1-aryl}$  at each occurrence is independently phenyl, naphthyl, indanyl, indenyl, dihydronaphthyl, or tetralinyl each of which is optionally substituted with 1, 2, 3, or 4 groups that are independently:

15 (i)  $C_1-C_6$  alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-NR_{1-a}R_{1-b}$ ,  $-C\equiv N$ ,  $-CF_3$ , and  $C_1-C_3$  alkoxy,

(ii)  $C_2-C_6$  alkenyl with one or two  
20 double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(iii)  $C_2-C_6$  alkynyl optionally substituted with 1, 2, or 3 groups that are independently  
25 selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(iv)  $-F$ ,  $Cl$ ,  $-Br$  and  $-I$ ,

(v)  $-C_1-C_6$  alkoxy optionally substituted with 1, 2, or 3  $-F$ ,

30 (vi)  $-NR_{N-2}R_{N-3}$ ,

(vii)  $-OH$ ,

(viii)  $-C\equiv N$ ,

(ix)  $C_3-C_7$  cycloalkyl, optionally substituted with 1, 2, or 3 groups that are selected from the

group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(x) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(xi) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

5

(xii) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or

(xiii) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(k) -R<sub>1</sub>-heteroaryl wherein R<sub>1</sub>-heteroaryl at

each occurrence is independently selected from the group consisting of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl,

10 indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, 15 thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranyl, isobenzotetrahydrothienyl, 20 isobenzothienyl, benzoxazolyl, pyridopyridinyl, benzotetrahydrofuranyl, benzotetrahydrothienyl, purinyl, benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl, pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl, dihydrobenzisoquinazolinyl, benzisoxazinyl, benzoxazinyl, 25 dihydrobenzisoquinazolinyl, benzopyranyl, benzothiopyranyl, coumarinyl, isocoumarinyl, chromonyl, chromanonyl, pyridinyl-N-oxide, tetrahydroquinolinyl, dihydroquinolinyl, dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl, dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl, 30 benzoxazolinonyl, pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide, indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide, quinazolinyl N-oxide, quinoxalinyl N-oxide, phthalazinyl N-oxide, imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide, 35 thiazolyl N-oxide, indoliziny, indazolyl N-oxide,

benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, and benzothiopyranyl S,S-dioxide,

5 where the  $R_1$ -heteroaryl group is optionally substituted with 1, 2, 3, or 4 groups that are independently:

(i)  $C_1$ - $C_6$  alkyl optionally substituted with 1, 2, or 3 groups independently selected from  
10 the group consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, - $NR_{1-a}R_{1-b}$ , -C $\equiv$ N, -CF $_3$ , and  $C_1$ - $C_3$  alkoxy,

(ii)  $C_2$ - $C_6$  alkenyl optionally substituted with 1, 2, or 3 groups that are independently -F, -Cl, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1$ - $C_3$  alkoxy, and - $NR_{1-a}R_{1-b}$ ,

15 (iii)  $C_2$ - $C_6$  alkynyl optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of -F, -Cl, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1$ - $C_3$  alkoxy, and - $NR_{1-a}R_{1-b}$ ,

(iv) -F, -Cl, -Br and -I,

20 (v)  $C_1$ - $C_6$  alkoxy optionally substituted with one, two, or three -F,

(vi) -(CH $_2$ ) $_{0-4}$ -NR $_{N-2}$ R $_{N-3}$ ,

(vii) -OH,

(viii) -C $\equiv$ N,

25 (ix) (CH $_2$ ) $_{0-4}$ -C $_3$ -C $_7$  cycloalkyl, optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of -F, -Cl, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1$ - $C_3$  alkoxy, and - $NR_{1-a}R_{1-b}$ ,

(x) (CH $_2$ ) $_{0-4}$ -CO-( $C_1$ - $C_6$  alkyl),

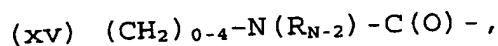
30 (xi) (CH $_2$ ) $_{0-4}$ -SO $_2$ -NR $_{N-2}$ R $_{N-3}$ ,

(xii) (CH $_2$ ) $_{0-4}$ -CO-NR $_{N-2}$ R $_{N-3}$ ,

(xiii) (CH $_2$ ) $_{0-4}$ -SO $_2$ -( $C_1$ - $C_6$

alkyl),

(xiv) (CH $_2$ ) $_{0-4}$ -N(R $_{N-2}$ )-SO $_2$ -, and



(8)  $-(CH_2)_{0-4}-CO-(C_1-C_{12} \text{ alkyl}),$

(9)  $-(CH_2)_{0-4}-CO-(C_2-C_{12} \text{ alkenyl}),$

(10)  $-(CH_2)_{0-4}-CO-(C_2-C_{12} \text{ alkynyl}),$

5

(11)  $-(CH_2)_{0-4}-CO-(CH_2)_{0-4} (C_3-C_7 \text{ cycloalkyl}),$

(12)  $-(CH_2)_{0-4}-CO-R_1\text{-aryl},$

(13)  $-(CH_2)_{0-4}-CO-R_1\text{-heteroaryl},$

(14)  $-(CH_2)_{0-4}-CO-R_1\text{-heterocycle}$  wherein

$R_1\text{-heterocycle}$  at each occurrence is

10 independently selected from the group consisting of morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide, thiomorpholinyl S,S-dioxide, piperazinyl, homopiperazinyl, pyrrolidinyl, pyrrolinyl, tetrahydropyranyl, piperidinyl, tetrahydrofuranlyl, tetrahydrothienyl, homopiperidinyl, homomorpholinyl,  
 15 homothiomorpholinyl, homothiomorpholinyl S,S-dioxide, oxazolidinonyl, dihydropyrazolyl, dihydropyrrolyl, dihydropyrazinyl, dihydropyridinyl, dihydropyrimidinyl, dihydrofuryl, dihydropyranyl, tetrahydrothienyl S-oxide, tetrahydrothienyl S,S-dioxide, and homothiomorpholinyl S-oxide,

20

where the  $R_1\text{-heterocycle}$  group is bonded by any atom of the parent  $R_1\text{-heterocycle}$  group substituted by hydrogen such that the new bond to the  $R_1\text{-heterocycle}$  group replaces the hydrogen atom and its bond, where heterocycle is optionally substituted with 1, 2, 3, or 4 groups that are independently:

25

(a)  $C_1-C_6$  alkyl optionally

substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl, halogen,  $-OH$ ,  $-SH$ ,  $-NR_{1-a}R_{1-b}$ ,  $-C\equiv N$ ,  $-CF_3$ , and  $C_1-C_3$  alkoxy,

(b)  $C_2-C_6$  alkenyl with one or two

30 double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$

(c)  $C_2-C_6$  alkynyl with one or two

triple bonds, optionally substituted with one, two or three

substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>

(d) halogen,

(e) C<sub>1</sub>-C<sub>6</sub> alkoxy,

5 (f) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally

substituted with one, two, or three -F,

(g) -NR<sub>N-2</sub>R<sub>N-3</sub>,

(h) -OH,

(i) -C≡N,

10 (j) (CH<sub>2</sub>)<sub>0-4</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

optionally substituted with 1, 2, or 3 groups independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(k) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

15 (l) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(m) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

(n) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl), and

(o) =O,

(p) -(CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-SO<sub>2</sub>-

20 (q) -(CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-C(O)-

(15) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> wherein

R<sub>N-4</sub> at each occurrence is independently selected from the group consisting of morpholinyl, thiomorpholinyl, pyrrolidinonyl, pyrrolyl, pyrazolyl, thienyl, pyridyl N-oxide, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with 1, 2, 3, or 4 groups that are independently C<sub>1</sub>-C<sub>6</sub> alkyl,

30 (16) -(CH<sub>2</sub>)<sub>0-4</sub>-CO<sub>2</sub>-R<sub>N-5</sub> where

R<sub>N-5</sub> at each occurrence is independently selected from the group consisting of:

(a) C<sub>1</sub>-C<sub>6</sub> alkyl,

(b) -(CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1-aryl</sub>),

- (c) C<sub>2</sub>-C<sub>6</sub> alkenyl,  
 (d) C<sub>2</sub>-C<sub>6</sub> alkynyl,  
 (e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, and  
 (f) - (CH<sub>2</sub>)<sub>0-4</sub> - (R<sub>1</sub>-heteroaryl),
- 5 (17) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - NR<sub>N-2</sub>R<sub>N-3</sub>  
 (18) - (CH<sub>2</sub>)<sub>0-4</sub> - SO - (C<sub>1</sub>-C<sub>8</sub> alkyl),  
 (19) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - (C<sub>1</sub>-C<sub>12</sub> alkyl),  
 (20) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - (C<sub>3</sub>-C<sub>7</sub> cycloalkyl),  
 (21) - (CH<sub>2</sub>)<sub>0-4</sub> - N(H or R<sub>N-5</sub>) - CO<sub>2</sub> - R<sub>N-5</sub>,  
 10 (22) - (CH<sub>2</sub>)<sub>0-4</sub> - N(H or R<sub>N-5</sub>) - CO - N(R<sub>N-5</sub>)<sub>2</sub>,  
 (23) - (CH<sub>2</sub>)<sub>0-4</sub> - N - CS - N(R<sub>N-5</sub>)<sub>2</sub>,  
 (24) - (CH<sub>2</sub>)<sub>0-4</sub> - N(-H or R<sub>N-5</sub>) - CO - R<sub>N-2</sub>,  
 (25) - (CH<sub>2</sub>)<sub>0-4</sub> - NR<sub>N-2</sub>R<sub>N-3</sub>,  
 (26) - (CH<sub>2</sub>)<sub>0-4</sub> - R<sub>N-4</sub>,  
 15 (27) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CO - (C<sub>1</sub>-C<sub>6</sub> alkyl),  
 (28) - (CH<sub>2</sub>)<sub>0-4</sub> - O - P(O) - (OR<sub>100</sub>)<sub>2</sub> where R<sub>100</sub> is  
 independently H or C<sub>1</sub>-C<sub>4</sub> alkyl,  
 (29) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CO - N(R<sub>N-5</sub>)<sub>2</sub>,  
 (30) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CS - N(R<sub>N-5</sub>)<sub>2</sub>,  
 20 (31) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (R<sub>N-5</sub>),  
 (32) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (R<sub>N-5</sub>) - COOH,  
 (33) - (CH<sub>2</sub>)<sub>0-4</sub> - S - (R<sub>N-5</sub>),  
 (34) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (C<sub>1</sub>-C<sub>6</sub> alkyl) wherein the  
 alkyl group is optionally substituted with one, two, three,  
 25 four, or five substituents independently selected from the group  
 consisting of F, Cl, Br, and I,  
 (35) - (CH<sub>2</sub>)<sub>0-4</sub> - (C<sub>3</sub>-C<sub>8</sub> cycloalkyl),  
 (36) C<sub>2</sub>-C<sub>6</sub> alkenyl optionally substituted  
 with C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or  
 30 -NR<sub>1-a</sub>R<sub>1-b</sub>,  
 (37) C<sub>2</sub>-C<sub>6</sub> alkynyl optionally substituted  
 with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub>  
 alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>, and  
 (38) - (CH<sub>2</sub>)<sub>0-4</sub> - N(-H or R<sub>N-5</sub>) - SO<sub>2</sub> - R<sub>N-2</sub>;  
 35 (IV) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub> - R<sub>C</sub>-heteroaryl wherein

$R_C$ -heteroaryl at each occurrence is independently selected from the group consisting of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzoisothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranyl, isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl, pyridopyridinyl, benzotetrahydrofuranyl, benzotetrahydrothienyl, purinyl, benzodioxolyl, triazinyl, hexoxazinyl, phenothiazinyl, pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl, dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl, dihydrobenzisothiazinyl, benzopyranyl, benzothiopyranyl, coumarinyl, isocoumarinyl, chromonyl, chromanonyl, tetrahydroquinolinyl, dihydroquinolinyl, dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl, dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl, benzoxazolinonyl, imidazopyrazolyl, quinazolinonyl, pyrazopyridyl, benzooxadiazolyl, dihydropyrimidinonyl, dihydrobenzofuranonyl, pyridinyl-N-oxide, pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide, indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide, quinazolinyl N-oxide, quinoxalinyl N-oxide, phthalazinyl N-oxide, imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide, thiazolyl N-oxide, indoliziny, indazolyl N-oxide, benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, and benzothiopyranyl S,S-dioxide,

where the  $R_C$ -heteroaryl group is bonded by any atom of the parent  $R_C$ -heteroaryl group substituted by hydrogen such that the new

bond to the  $R_C$ -heteroaryl group replaces the hydrogen atom and its bond, where heteroaryl is optionally substituted 1, 2, 3, or 4 groups that are independently:

- (1)  $C_1$ - $C_6$  alkyl, optionally substituted with 1, 2, or 3 groups independently selected from the group consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1$ - $C_3$  alkoxy, and -NR $_{1-a}$ R $_{1-b}$ ,
- (2) -OH,
- (3) -NO $_2$ ,
- (4) -F, -Cl, -Br, -I,
- (5) -CO-OH,
- (6) -C $\equiv$ N,
- (7) -(CH $_2$ ) $_{0-4}$ -CO-NR $_{N-2}$ R $_{N-3}$ ,
- (8) -(CH $_2$ ) $_{0-4}$ -CO-( $C_1$ - $C_{12}$  alkyl),
- (9) -(CH $_2$ ) $_{0-4}$ -CO-( $C_2$ - $C_{12}$  alkenyl with one, two or three double bonds),
- (10) -(CH $_2$ ) $_{0-4}$ -CO-( $C_2$ - $C_{12}$  alkynyl with one, two or three triple bonds),
- (11) -(CH $_2$ ) $_{0-4}$ -CO-( $C_3$ - $C_7$  cycloalkyl),
- (12) -(CH $_2$ ) $_{0-4}$ -CO-R $_1$ -aryl,
- (13) -(CH $_2$ ) $_{0-4}$ -CO-R $_1$ -heteroaryl,
- (14) -(CH $_2$ ) $_{0-4}$ -CO-R $_1$ -heterocycle,
- (15) -(CH $_2$ ) $_{0-4}$ -CO-R $_N$ -4,
- (16) -(CH $_2$ ) $_{0-4}$ -CO-O-R $_N$ -5,
- (17) -(CH $_2$ ) $_{0-4}$ -SO $_2$ -NR $_{N-2}$ R $_{N-3}$ ,
- (18) -(CH $_2$ ) $_{0-4}$ -SO-( $C_1$ - $C_8$  alkyl),
- (19) -(CH $_2$ ) $_{0-4}$ -SO $_2$ -( $C_1$ - $C_{12}$  alkyl),
- (20) -(CH $_2$ ) $_{0-4}$ -SO $_2$ -( $C_3$ - $C_7$  cycloalkyl),
- (21) -(CH $_2$ ) $_{0-4}$ -N(H or R $_{N-5}$ )-CO-O-R $_N$ -5,
- (22) -(CH $_2$ ) $_{0-4}$ -N(H or R $_{N-5}$ )-CO-N(R $_{N-5}$ ) $_2$ ,
- (23) -(CH $_2$ ) $_{0-4}$ -N-CS-N(R $_{N-5}$ ) $_2$ ,
- (24) -(CH $_2$ ) $_{0-4}$ -N(-H or R $_{N-5}$ )-CO-R $_N$ -2,
- (25) -(CH $_2$ ) $_{0-4}$ -NR $_{N-2}$ R $_{N-3}$ ,
- (26) -(CH $_2$ ) $_{0-4}$ -R $_N$ -4,
- (27) -(CH $_2$ ) $_{0-4}$ -O-CO-( $C_1$ - $C_6$  alkyl),

- (28)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{100})_2$  where  $\text{R}_{100}$  is -H or  $\text{C}_1-\text{C}_4$  alkyl,
- (29)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,
- (30)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,
- 5 (31)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{N}(\text{R}_{\text{N}-5})$ ,
- (32)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{N}(\text{R}_{\text{N}-5})-\text{COOH}$ ,
- (33)  $-(\text{CH}_2)_{0-4}-\text{S}-\text{N}(\text{R}_{\text{N}-5})$ ,
- (34)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{C}_1-\text{C}_6$  alkyl optionally substituted with one, two, three, four, or five of -F),
- 10 (35)  $\text{C}_3-\text{C}_7$  cycloalkyl,
- (36)  $\text{C}_2-\text{C}_6$  alkenyl optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,
- (37)  $\text{C}_2-\text{C}_6$  alkynyl optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,
- 15 (38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$ ,
- (39)  $-(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7$  cycloalkyl),
- (V)  $-(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_{\text{C}}-\text{aryl}-\text{R}_{101}-\text{R}_{\text{C}}-\text{aryl}$ ,
- 20 (VI)  $-(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_{\text{C}}-\text{aryl}-\text{R}_{101}-\text{R}_{\text{C}}-\text{heteroaryl}$ ,
- (VII)  $-(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_{\text{C}}-\text{heteroaryl}-\text{R}_{101}-\text{R}_{\text{C}}-\text{aryl}$ ,
- (VIII)  $-(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_{\text{C}}-\text{heteroaryl}-\text{R}_{101}-\text{R}_{\text{C}}-\text{heteroaryl}$ ,
- (IX)  $-(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_{\text{C}}-\text{aryl}-\text{R}_{101}-\text{R}_1-\text{heterocycle}$ ,
- (X)  $-(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_{\text{C}}-\text{heteroaryl}-\text{R}_{101}-\text{R}_1-\text{heterocycle}$ ,
- 25 (XI)  $-(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_1-\text{heterocycle}-\text{R}_{101}-\text{R}_{\text{C}}-\text{aryl}$ ,
- (XII)  $-(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_1-\text{heterocycle}-\text{R}_{101}-\text{R}_{\text{C}}-\text{heteroaryl}$ ,
- (XIII)  $-(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_1-\text{heterocycle}-\text{R}_{101}-\text{R}_1-\text{heterocycle}$ , wherein  $\text{R}_{101}$  is a bond,  $(\text{CH}_2)_{0-4}$ , -O-, -NH-, or  $-\text{N}(\text{C}_1-\text{C}_6 \text{ alkyl})$
- (XIV)  $-(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_1-\text{heterocycle}$ ,
- 30 (XV)  $-\text{C}(\text{R}_{\text{C}-1})(\text{R}_{\text{C}-2})_{1-3}-\text{CO}-\text{N}(\text{R}_{\text{C}-3})_2$  where  $\text{R}_{\text{C}-1}$  and  $\text{R}_{\text{C}-2}$  are the same or different and are selected from the group consisting of:
- (A) -H,
- (B)  $\text{C}_1-\text{C}_6$  alkyl, optionally substituted with one, two or three substituents independently selected from the group

consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(C) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(D) C<sub>2</sub>-C<sub>6</sub> alkynyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(E) -(CH<sub>2</sub>)<sub>1-2</sub>-S(O)<sub>0-2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(F) -(CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(G) -(C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1-aryl</sub>,

(H) -(C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>C-heteroaryl</sub>,

(I) -(C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1-heterocycle</sub>,

(J) -R<sub>C-heteroaryl</sub>,

(K) -R<sub>1-heterocycle</sub>,

(M) -(CH<sub>2</sub>)<sub>1-4</sub>-R<sub>C-4</sub>-(CH<sub>2</sub>)<sub>0-4</sub>-R<sub>1-aryl</sub> where R<sub>C-4</sub> is -O-, -S- or -NR(C<sub>1</sub>-C<sub>6</sub> alkyl)-,

(N) -(CH<sub>2</sub>)<sub>1-4</sub>-R<sub>C-4</sub>-(CH<sub>2</sub>)<sub>0-4</sub>-R<sub>C-heteroaryl</sub>,

(O) -R<sub>1-aryl</sub>,

and where

R<sub>C-3</sub> at each occurrence is independently:

(A) -H,

(B) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(C) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents

independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(D) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(E) -(CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(F) -R<sub>1</sub>-aryl,

(G) -R<sub>C</sub>-heteroaryl,

(H) -R<sub>1</sub>-heterocycle,

(I) -(C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1</sub>-aryl,

(J) -(C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>C</sub>-heteroaryl,

(K) -(C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1</sub>-heterocycle,

(XVI) -CH(R<sub>C</sub>-aryl)<sub>2</sub>,

(XVII) -CH(R<sub>C</sub>-heteroaryl)<sub>2</sub>,

(XVIII) -CH(R<sub>C</sub>-aryl)(R<sub>C</sub>-heteroaryl),

(XIX) -cyclopentyl, -cyclohexyl, or -cycloheptyl ring fused to R<sub>C</sub>-aryl or R<sub>C</sub>-heteroaryl or R<sub>1</sub>-heterocycle where one carbon of cyclopentyl, cyclohexyl, or -cycloheptyl is optionally replaced with NH, NR<sub>N-5</sub>, O, S(=O)<sub>0-2</sub>, and where cyclopentyl, cyclohexyl, or -cycloheptyl can be optionally substituted with one or two C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, =O, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(XX) C<sub>2</sub>-C<sub>10</sub> alkenyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(XXI)  $C_2$ - $C_{10}$  alkynyl optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1$ - $C_6$  alkoxy, -O-phenyl, and -NR $_{1-a}$ R $_{1-b}$ ,

5 (XXI) - (CH $_2$ ) $_{0-1}$ -CHRC $_{-6}$ -(CH $_2$ ) $_{0-1}$ -R $_C$ -aryl wherein

R $_{C-6}$  is - (CH $_2$ ) $_{0-6}$ -OH,

(XXII) - (CH $_2$ ) $_{0-1}$ -CHRC $_{-6}$ -(CH $_2$ ) $_{0-1}$ -R $_C$ -heteroaryl,

(XXIII) -CH(-R $_C$ -aryl or R $_C$ -heteroaryl)-CO-O( $C_1$ - $C_4$  alkyl),

(XXIV) -CH(-CH $_2$ -OH)-CH(-OH)-( $C_1$ - $C_4$  alkyl)-NO $_2$ ,

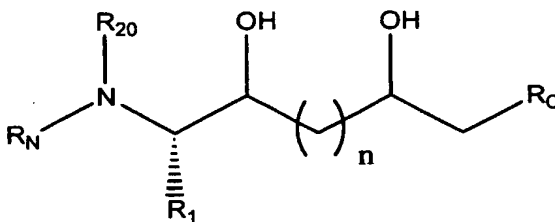
10 (XXV) - ( $C_1$ - $C_6$  alkyl)-O-( $C_1$ - $C_6$  alkyl)-OH,

(XXVII) -CH $_2$ -NH-CH $_2$ -CH(-O-CH $_2$ -CH $_3$ ) $_2$ ,

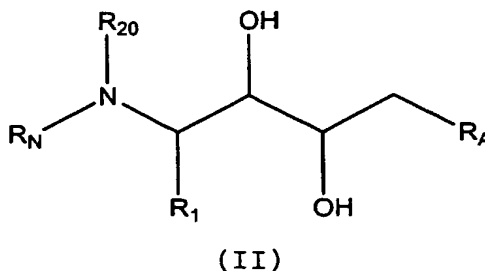
(XXVIII) -H, and

(XXIX) - (CH $_2$ ) $_{0-6}$ -C(=NR $_{1-a}$ )(NR $_{1-a}$ R $_{1-b}$ ).

In one aspect of the invention, it is preferable that  
15 the compounds of formula I have the stereochemistry as indicated below:



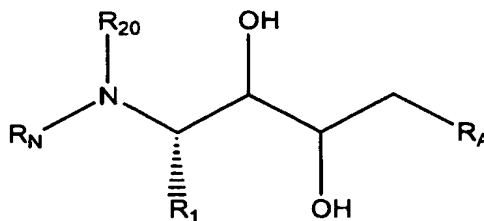
20 In another aspect, the invention provides compounds of formula II:



25

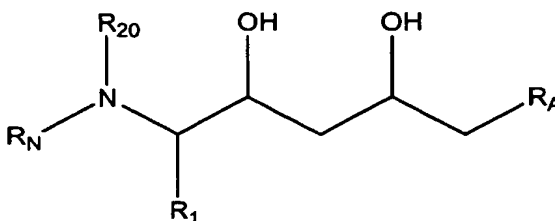
where R $_N$ , R $_{20}$ , R $_1$ , and R $_A$  are as defined above, and pharmaceutically acceptable salts and esters thereof. In

accordance with this embodiment, it is preferable that the compounds of formula II have the stereochemistry as indicated below:



5

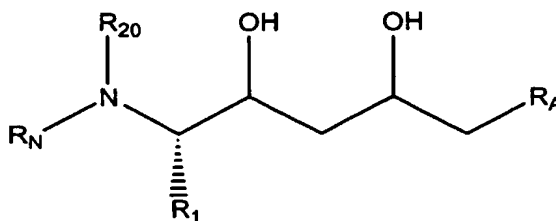
In yet another embodiment, the invention provides compounds of formula III:



10

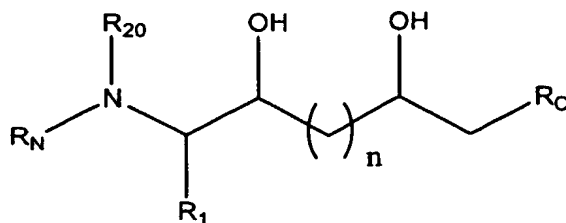
(III)

where  $R_N$ ,  $R_{20}$ ,  $R_1$ , and  $R_A$  and are as defined above, and pharmaceutically acceptable salts and esters thereof. In accordance with this embodiment, it is preferable that the compounds of formula III have the stereochemistry as indicated below:



20

In yet other embodiment, the invention provides compounds of the formula (IV):



(IV)

5

and pharmaceutically acceptable salts or esters thereof, where  $R_N$ ,  $R_{20}$ ,  $R_1$  and  $n$  are defined as above,

where  $R_C$  is  $-O-R_A$ ,  $-NH-NHR_A$ ,  $-NR_{20}-NHR_A$ ,  $-NH-NR_{20}R_A$  or  $-NR_{20}-NR_{20}R_A$ , when  $n$  is 0;

10 where  $R_C$  is  $-X-R_A$  when  $n$  is 1, wherein  $X$  is O,  $CH_2$ ,  $CHR_A$ , S, SO,  $SO_2$ , NH,  $NR_{20}$ ,  $NR_A$ ,  $NH-NR_A$ , or  $NR_{20}-NR_A$ ;

where  $R_A$  is

(I)  $-C_1-C_8$  alkyl optionally substituted with 1-3 groups independently selected from the group consisting of:

- 15           a) aryl  
              b) heteroaryl  
              c) heterocyclyl  
              d) CN  
              e)  $O-R_{1-a}$   
 20           f)  $NR_{1-a}R_{1-b}$   
              g)  $C(O)NR_{1-a}R_{1-b}$   
              h)  $NR_{1-a}C(O)R_{1-b}$   
              i)  $NR_{1-a}C(O)NR_{1-a}R_{1-b}$   
              j)  $S(O)_2R_{1-a}$   
 25           k)  $S(O)_2NR_{1-a}R_{1-b}$   
              l)  $NR_{1-a}S(O)_2R_{1-b}$ ;

(II) aryl, heteroaryl, or heterocyclyl;

where when  $X-R_A$  is  $-NH-NR_A R_A$  or  $-NR_A R_A$ , the groups  $R_A R_A$  may be optionally joined to form a 5- to 7-membered ring, optionally  
 30 containing an O or N atom within the ring, wherein such ring is optionally substituted with:

- a) OH
- b) O-R<sub>1-a</sub>
- c) Aryl
- d) Heteroaryl
- 5 e) (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>-C(O)-R<sub>N-2</sub>
- f) (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>-C(O)-NR<sub>N-2</sub>R<sub>N-3</sub>
- g) (CH<sub>2</sub>)<sub>0-4</sub>-C(O)-NR<sub>N-2</sub>R<sub>N-3</sub>
- h) C(O)-NR<sub>N-2</sub>R<sub>N-3</sub>
- i) NR<sub>N-2</sub>R<sub>N-3</sub>;

10 wherein as used within this embodiment, R<sub>1-a</sub> and R<sub>1-b</sub> are independently selected from the group consisting of:

- a) H
- b) C<sub>1</sub>-C<sub>7</sub> alkyl
- c) (CH<sub>2</sub>)<sub>1-4</sub>-NR<sub>N-2</sub>-C(O)-R<sub>N-2</sub>
- 15 d) (CH<sub>2</sub>)<sub>1-4</sub>-NR<sub>N-2</sub>-C(O)-NR<sub>N-2</sub>R<sub>N-3</sub>
- e) (CH<sub>2</sub>)<sub>1-4</sub>-C(O)-NR<sub>N-2</sub>R<sub>N-3</sub>
- f) (CH<sub>2</sub>)<sub>1-4</sub>-O-R<sub>N-2</sub>
- g) aryl
- h) heteroaryl
- 20 i) heterocyclyl;

wherein as used within this embodiment, R<sub>N-2</sub> and R<sub>N-3</sub> are independently selected from the group consisting of:

- i) H
- 25 ii) C<sub>1</sub>-C<sub>7</sub> alkyl, optionally substituted with 1 or 2 substituents independently selected from the group consisting of:
  - 1. OH
  - 2. aryl
  - 30 3. heteroaryl;
- iii) (C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>6</sub> alkyl)
- iv) C<sub>1</sub>-C<sub>6</sub> cycloalkyl
- v) aryl
- vi) heteroaryl
- 35 vii) heterocyclyl;

wherein  $R_{N-2}$  and  $R_{N-3}$ , when occurring together in cases such as:

- $(CH_2)_{1-4} - NR_{N-2} - C(O) - R_{N-2}$
- $(CH_2)_{1-4} - NR_{N-2} - C(O) - NR_{N-2}R_{N-3}$
- $(CH_2)_{1-4} - C(O) - NR_{N-2}R_{N-3}$

may optionally form a 5-7 membered ring where from 0-1 atoms of the  $R_{N-2}$ - $R_{N-3}$  portion of the ring may optionally contain a nitrogen or oxygen;

wherein  $R_{1-a}$  and  $R_{1-b}$  when occurring together in cases such as:

- $NR_{1-a}R_{1-b}$
- $C(O) NR_{1-a}R_{1-b}$
- $NR_{1-a}C(O)R_{1-b}$
- $NR_{1-a}C(O)NR_{1-a}R_{1-b}$
- $S(O)_2 NR_{1-a}R_{1-b}$
- $NR_{1-a}S(O)_2R_{1-b}$

may optionally form a 5-7 membered ring where from 0-1 atoms of the  $R_{1-a}$ - $R_{1-b}$  portion of the ring may optionally contain a nitrogen or oxygen;

wherein as used in this embodiment, alkyl is defined to include straight chain, branched, cycloalkyl, and cycloalkylmethyl and may optionally contain 1 or 2 alkene bonds or 1 alkyne bond; wherein such alkyl group may be optionally substituted with 1-3 groups independently selected from the group consisting of:

- a) OH,
- b)  $NR_{1-c}R_{1-d}$
- c)  $C(O)NR_{1-c}R_{1-d}$
- d)  $NC(O)R_{1-c}R_{1-d}$
- e)  $NC(O)NR_{1-c}R_{1-d}$
- f)  $NS(O)_2R_{1-c}R_{1-d}$
- g)  $NR_{1-c}$ -aryl
- h)  $NR_{1-c}$ -heteroaryl
- i) aryl

j) heteroaryl

k) heterocyclyl;

wherein in this embodiment, when alkyl is cycloalkyl or cycloalkylmethyl, 1 or 2 of the ring carbons may be optionally replaced by groups independently selected from the group consisting of:

i) -O-

ii) -NR<sub>1-a</sub>

iii) -NC(O)R<sub>1-c</sub>

iv) -NC(O)NR<sub>1-c</sub>R<sub>1-d</sub>

v) -NS(O)<sub>2</sub>R<sub>1-c</sub>

vi) -N-aryl

vii) -N-heteroaryl;

wherein further in this embodiment, cycloalkyl may optionally be fused to an additional aromatic or non-aromatic, carbocyclic or heterocyclic, ring containing 3-7 ring atoms in which case this additional fused ring may optionally be substituted by 1-3 groups independently selected from the group consisting of:

1. -OH

2. -O-(C<sub>1</sub>-C<sub>4</sub> alkyl)

3. -NR<sub>1-c</sub>R<sub>1-d</sub>

4. -C(O) NR<sub>1-c</sub>R<sub>1-d</sub>

5. -NC(O)R<sub>1-c</sub>R<sub>1-d</sub>

6. -NC(O)NR<sub>1-c</sub>R<sub>1-d</sub>

7. -NS(O)<sub>2</sub>R<sub>1-c</sub>R<sub>1-d</sub>

8. a halogen on the aromatic ring

wherein the fused ring is aromatic;

wherein further in this embodiment, cycloalkyl or cycloalkylmethyl may optionally contain 1 or 2 alkene bonds if not fused to an additional aromatic ring;

wherein as used in this embodiment, heteroaryl may be pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl,

isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranlyl, isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl, pyridopyridinyl, benzotetrahydrofuranlyl, benzotetrahydrothienyl, purinyl, benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl, pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl, dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl, dihydrobenzisothiazinyl, benzopyranlyl, benzothiopyranlyl, coumarinyl, isocoumarinyl, chromonyl, chromanonyl, tetrahydroquinolinyl, dihydroquinolinyl, dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl, dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl, benzoxazolinonyl;

wherein as used in this embodiment, aryl may be chosen from phenyl as well as bicyclic rings, where phenyl is fused to another non-aromatic ring containing 3 to 4 members comprised of carbon and optionally 1 or 2 non-carbon atoms independently selected from the group consisting of nitrogen and oxygen;

wherein furthermore as used in this embodiment, in instances where heteroaryl and aryl possess a second non-aromatic ring, the non-aromatic ring may contain a carbonyl group directly attached to a carbon ring member;

wherein furthermore as used in this embodiment, aryl and heteroaryl may be optionally substituted with 1 or 2 groups independently selected from the group consisting of from:

- a)  $OR_{1-c}$
- b)  $NR_{1-c}R_{1-d}$
- c)  $C(O)NR_{1-c}R_{1-d}$
- d)  $NC(O)R_{1-c}R_{1-d}$
- e)  $NC(O)NR_{1-c}R_{1-d}$
- f)  $NS(O)_2R_{1-c}R_{1-d}$

- g)  $\text{NR}_{1-c}\text{thiazolyl}$
- h)  $\text{NR}_{1-c}\text{imidazolyl}$
- i)  $\text{NR}_{1-c}\text{oxazolyl}$ ;

wherein furthermore as used in this embodiment,  
5 heterocyclyl may be selected from the group consisting of  
azetidiny, pyrrolidinyl, piperidinyl, azepinyl, piperazinyl,  
morpholinyl, tetrahydrofyranyl, tetrahydropyranyl, indolinyl, or  
isochromanyl wherein heterocyclyl may be optionally substituted  
with 1 or 2 groups independently selected from the group  
10 consisting of:

- a)  $=\text{O}$
- b)  $-\text{OH}-\text{NR}_{1-c}\text{R}_{1-d}$
- b)  $-\text{C}(\text{O})\text{NR}_{1-c}\text{R}_{1-d}$
- c)  $-\text{NC}(\text{O})\text{R}_{1-c}\text{R}_{1-d}$
- 15 d)  $-\text{NC}(\text{O})\text{NR}_{1-c}\text{R}_{1-d}$
- e)  $-\text{NS}(\text{O})_2\text{R}_{1-c}\text{R}_{1-d}$
- f)  $-\text{NR}_{1-a}\text{aryl}$
- g)  $-\text{NR}_{1-a}\text{heteroaryl}$
- h)  $-\text{aryl}$
- 20 i)  $-\text{heteroaryl}$ ;

wherein as used in this embodiment,  $\text{R}_{1-c}$  and  $\text{R}_{1-d}$  at each  
occurrence may be independently selected from the group  
consisting of:

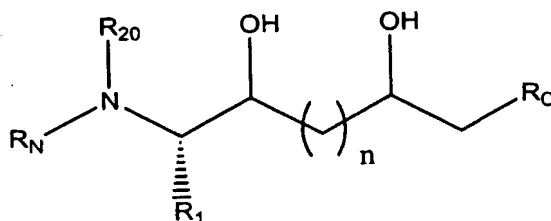
- a)  $-\text{H}$
- 25 b)  $-\text{C}_1-\text{C}_6$  alkyl
- c)  $-(\text{CH}_2)_{0-2}-\text{NR}_{1-e}\text{R}_{1-f}$
- d)  $-(\text{CH}_2)_{0-2}-\text{C}(\text{O})\text{NR}_{1-e}\text{R}_{1-f}$
- e)  $-(\text{CH}_2)_{0-2}-\text{NR}_{1-e}-\text{C}(\text{O})\text{R}_{1-f}$
- f)  $-(\text{CH}_2)_{0-2}-\text{NR}_{1-e}-\text{C}(\text{O})\text{NR}_{1-e}\text{R}_{1-f}$
- 30 g)  $-(\text{CH}_2)_{0-2}-\text{O}-\text{C}(\text{O})\text{NR}_{1-e}\text{R}_{1-f}$
- h)  $-(\text{CH}_2)_{0-2}-\text{O}-\text{R}_{1-e}$ ;

wherein as used in this embodiment,  $\text{R}_{1-e}$  and  $\text{R}_{1-f}$  at  
each occurrence are independently selected from the  
group consisting of:

- 35 i)  $\text{H}$

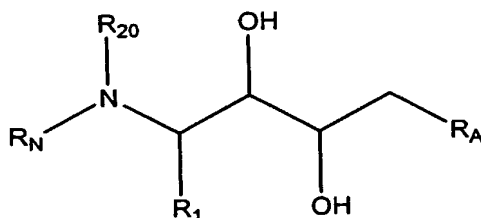
ii) C<sub>1</sub>-C<sub>6</sub> alkyl.

The compounds of formula IV preferably have the stereochemistry of the configuration:



5

In another aspect, the invention provides compounds of the formula (V)

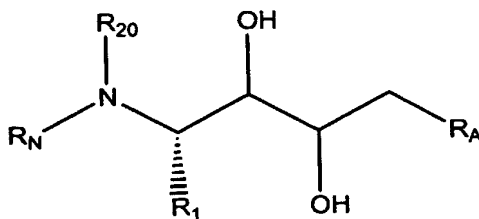


10

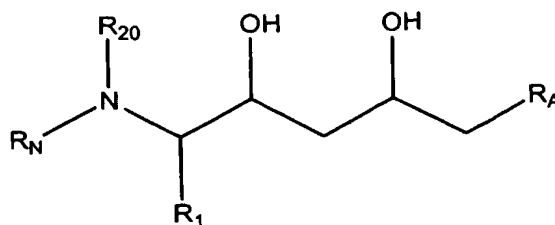
(V)

where R<sub>N</sub>, R<sub>20</sub>, and R<sub>1</sub>, are as defined above, and where R<sub>A</sub> is defined as above for compounds of formula (IV), and pharmaceutically acceptable salts and esters thereof. In accordance with this embodiment, it is preferable that the compounds of formula V have the stereochemistry as indicated below:

20

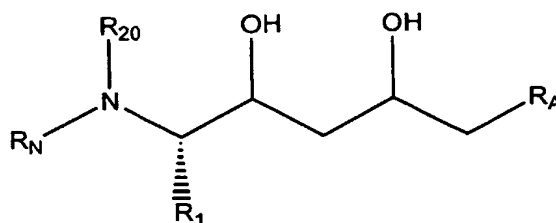


Further in accordance with this preferred embodiment, the invention provides compounds of formula VI:



(VI)

5 where R<sub>N</sub>, R<sub>20</sub>, and R<sub>1</sub>, are as defined above, and where R<sub>A</sub> is defined as above for compounds of formula (IV), and pharmaceutically acceptable salts and esters thereof. In accordance with this embodiment, it is preferable that the compounds of formula VI have the stereochemistry as indicated  
10 below:



15 Additional preferred compounds of Formula I include those where R<sub>N</sub> is R<sub>N-1</sub>C(O)-.

In other preferred compounds of the invention, R<sub>N</sub> represents R<sub>N-1</sub>C(O)-; and R<sub>1</sub> represents:

20 (I) - (CH<sub>2</sub>)<sub>n1</sub> - (R<sub>1</sub>-aryl), where n<sub>1</sub> is zero or one and where R<sub>1</sub>-aryl is phenyl, 1-naphthyl, 2-naphthyl, indanyl, indenyl, dihydronaphthalyl, or tetralinyl optionally substituted with one, two, three, or four of the following substituents on the aryl ring:

25 (A) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH,

-SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(B) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected from the group consisting of

5 -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(C) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of

-F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

10 (D) -F, Cl, -Br, or -I,

(F) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

(G) -NR<sub>N-2</sub>R<sub>N-3</sub>, where R<sub>N-2</sub> and R<sub>N-3</sub> are independently selected from the group consisting of:

15 (1) -H,

(2) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one substituent selected from the group consisting of:

(a) -OH, and

(b) -NH<sub>2</sub>,

20 (3) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one to three -F, -Cl, -Br, or -I,

(4) -C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(5) -(C<sub>1</sub>-C<sub>2</sub> alkyl)-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(6) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>3</sub> alkyl),

25 (7) -C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds,

(8) -C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds,

30 (9) -C<sub>1</sub>-C<sub>6</sub> alkyl chain with one double bond and one triple bond,

(10) -R<sub>1</sub>-aryl, and

(11) -R<sub>1</sub>-heteroaryl,

(H) -OH,

(I) -C≡N,

(J) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

- 5 (K) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),  
(L) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,  
(M) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or  
(N) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl), or

(II) -(CH<sub>2</sub>)<sub>n1</sub>-(R<sub>1-heteroaryl</sub>), where n<sub>1</sub> is zero or one and  
10 where R<sub>1-heteroaryl</sub> is selected from the group consisting of:  
pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl,  
indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl,  
quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl,  
pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl,  
15 benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl,  
pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl,  
oxazolopyridinyl, imidazopyridinyl,

where the R<sub>1-heteroaryl</sub> group is bonded to -(CH<sub>2</sub>)<sub>n1</sub>-  
by any ring atom of the parent R<sub>1-heteroaryl</sub> group substituted by  
20 hydrogen such that the new bond to the R<sub>1-heteroaryl</sub> group replaces  
the hydrogen atom and its bond, where heteroaryl is optionally  
substituted with one, two, three, or four of:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one,  
two or three substituents selected from the group consisting of  
25 C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH,  
-SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(2) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds,  
optionally substituted with one, two or three substituents  
selected from the group consisting of  
30 -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>, where  
R<sub>1-a</sub> and R<sub>1-b</sub> are -H or C<sub>1</sub>-C<sub>6</sub> alkyl,

(3) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds,  
optionally substituted with one, two or three substituents  
selected from the group consisting of

-F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>, where R<sub>1-a</sub> and R<sub>1-b</sub> are -H or C<sub>1</sub>-C<sub>6</sub> alkyl,

(4) -F, Cl, -Br, or -I,

(6) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one,

5 two, or three -F,

(7) -NR<sub>N-2</sub>R<sub>N-3</sub>,

(8) -OH,

(9) -C≡N,

(10) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with

10 one, two or three substituents selected from the group

consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>, where R<sub>1-a</sub> and R<sub>1-b</sub> are -H or C<sub>1</sub>-C<sub>6</sub> alkyl,

(11) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(12) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

15 (13) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or

(14) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl), with the proviso that

when n<sub>1</sub> is zero R<sub>1-heteroaryl</sub> is not bonded to the carbon chain by nitrogen.

In other preferred compounds of the invention, R<sub>N</sub> represents R<sub>N-1</sub>C(O)-; and

R<sub>N-1</sub> is selected from the group consisting of:

phenyl, 1-naphthyl, 2-naphthyl, tetralinyl, indanyl, dihydronaphthyl or 6,7,8,9-tetrahydro-5H-

benzo[a]cycloheptenyl, each of which is optionally substituted

25 with one, two or three of the following substituents which can be the same or different and are:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents selected from the group

consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -

30 CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(2) -OH,

(3) -NO<sub>2</sub>,

(4) -F, -Cl, -Br, or -I,

(5) -CO-OH,

- (6)  $-C\equiv N$ ,
- (7)  $-(CH_2)_{0-4}-CO-NR_{N-2}R_{N-3}$ ,
- (8)  $-(CH_2)_{0-4}-CO-(C_1-C_{12} \text{ alkyl})$ ,
- (9)  $-(CH_2)_{0-4}-CO-(C_2-C_{12} \text{ alkenyl with one, two or three double bonds})$ ,
- (10)  $-(CH_2)_{0-4}-CO-(C_2-C_{12} \text{ alkynyl with one, two or three triple bonds})$ ,
- (11)  $-(CH_2)_{0-4}-CO-(C_3-C_7 \text{ cycloalkyl})$ ,
- (12)  $-(CH_2)_{0-4}-CO-R_1\text{-aryl}$ ,
- (13)  $-(CH_2)_{0-4}-CO-R_1\text{-heteroaryl}$ ,
- (14)  $-(CH_2)_{0-4}-CO-R_1\text{-heterocycle}$ ,
- (15)  $-(CH_2)_{0-4}-CO-R_{N-4}$  where  $R_{N-4}$  is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of:  $C_1-C_6$  alkyl,
- (16)  $-(CH_2)_{0-4}-CO-O-R_{N-5}$  where  $R_{N-5}$  is selected from the group consisting of:
- (a)  $C_1-C_6$  alkyl,
- (b)  $-(CH_2)_{0-2}-(R_1\text{-aryl})$ ,
- (c)  $C_2-C_6$  alkenyl containing one or two double bonds,
- (d)  $C_2-C_6$  alkynyl containing one or two triple bonds,
- (e)  $C_3-C_7$  cycloalkyl, and
- (f)  $-(CH_2)_{0-2}-(R_1\text{-heteroaryl})$ ,
- (17)  $-(CH_2)_{0-4}-SO_2-NR_{N-2}R_{N-3}$ ,
- (18)  $-(CH_2)_{0-4}-SO-(C_1-C_8 \text{ alkyl})$ ,
- (19)  $-(CH_2)_{0-4}-SO_2-(C_1-C_{12} \text{ alkyl})$ ,
- (20)  $-(CH_2)_{0-4}-SO_2-(C_3-C_7 \text{ cycloalkyl})$ ,
- (21)  $-(CH_2)_{0-4}-N(H \text{ or } R_{N-5})-CO-O-R_{N-5}$  where  $R_{N-5}$  can be the same or different,
- (22)  $-(CH_2)_{0-4}-N(H \text{ or } R_{N-5})-CO-N(R_{N-5})_2$ , where  $R_{N-5}$  can be the same or different,

(23)  $-(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,

(24)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H} \text{ or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different,

5 (25)  $-(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$  where  $\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  can be the same or different,

(26)  $-(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4}$ ,

(27)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,

(28)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{\text{N-aryl-1}})_2$  where  $\text{R}_{\text{N-aryl-1}}$   
10 is  $-\text{H}$  or  $\text{C}_1-\text{C}_4$  alkyl,

(29)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(30)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(31)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2$ ,

(32)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2-\text{COOH}$ ,

15 (33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})_2$ ,

(34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five } -\text{F})$ ,

(35)  $\text{C}_3-\text{C}_7$  cycloalkyl,

(36)  $\text{C}_2-\text{C}_6$  alkenyl with one or two double  
20 bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,

(37)  $\text{C}_2-\text{C}_6$  alkynyl with one or two triple  
bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,

25 (38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H} \text{ or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different, or

(39)  $-(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7$  cycloalkyl.

In still other preferred compounds of the invention,  $\text{R}_{\text{N}}$  represents  $\text{R}_{\text{N}-1}\text{C}(\text{O})-$ ; and

30  $\text{R}_{\text{N}-1}$  is  $\text{R}_{\text{N-heteroaryl}}$  where  $\text{R}_{\text{N-heteroaryl}}$  is selected from the group consisting of:

pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl,  
35 pyrazolyl, oxazolyl, thiazolyl, indolizinyl, indazolyl,

benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl,  
pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl,  
oxazolopyridinyl, imidazopyridinyl, isothiazolyl, naphthyridinyl,  
cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl,  
5 tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranyl,  
isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl,  
pyridopyridinyl, benzotetrahydrofuranyl, benzotetrahydrothienyl,  
purinyl, benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl,  
Pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl,  
10 dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,  
dihydrobenzothiazinyl, benzopyranyl, benzothiopyranyl,  
coumarinyl,

where the  $R_N$ -heteroaryl group is bonded by any  
atom of the parent  $R_N$ -heteroaryl group substituted by hydrogen such  
15 that the new bond to the  $R_N$ -heteroaryl group replaces the hydrogen  
atom and its bond, where heteroaryl is optionally substituted  
with one, two, three, or four of:

- (1)  $C_1$ - $C_6$  alkyl, optionally substituted with  
one, two or three substituents selected from the group  
20 consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -  
CF<sub>3</sub>,  $C_1$ - $C_3$  alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
- (2) -OH,
- (3) -NO<sub>2</sub>,
- (4) -F, -Cl, -Br, or -I
- 25 (5) -CO-OH,
- (6) -C $\equiv$ N,
- (7) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,
- (8) - (CH<sub>2</sub>)<sub>0-4</sub>-CO- (C<sub>1</sub>-C<sub>12</sub> alkyl),
- (9) - (CH<sub>2</sub>)<sub>0-4</sub>-CO- (C<sub>2</sub>-C<sub>12</sub> alkenyl with one, two  
30 or three double bonds),
- (10) - (CH<sub>2</sub>)<sub>0-4</sub>-CO- (C<sub>2</sub>-C<sub>12</sub> alkynyl with one,  
two or three triple bonds),
- (11) - (CH<sub>2</sub>)<sub>0-4</sub>-CO- (C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- (12) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-aryl</sub>,
- 35 (13) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heteroaryl</sub>,

- (14) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heterocycle</sub>,  
 (15) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub>,  
 (16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub>,  
 (17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,  
 5 (18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO-(C<sub>1</sub>-C<sub>8</sub> alkyl),  
 (19) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>12</sub> alkyl),  
 (20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),  
 (21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> can be the same or different,  
 10 (22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,  
 (23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,  
 (24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different,  
 15 (25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> can be the same or different,  
 (26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,  
 (27) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),  
 20 (28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O)-(OR<sub>N-aryl-1</sub>)<sub>2</sub> where R<sub>N-aryl-1</sub> is -H or C<sub>1</sub>-C<sub>4</sub> alkyl,  
 (29) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,  
 (30) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CS-N(R<sub>N-5</sub>)<sub>2</sub>,  
 (31) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>)<sub>2</sub> where R<sub>N-5</sub>,  
 25 (32) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>)<sub>2</sub>-COOH,  
 (33) - (CH<sub>2</sub>)<sub>0-4</sub>-S-(R<sub>N-5</sub>)<sub>2</sub>,  
 (34) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two, three, four, or five -F),  
 (35) C<sub>3</sub>-C<sub>7</sub> cycloalkyl,  
 30 (36) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,  
 (37) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I,  
 35 -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(38) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different, or

(39) - (CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl.

In more preferred compounds of the invention, R<sub>N</sub> represents  
5 R<sub>N-1</sub>C(O)-; and

R<sub>N-1</sub> is phenyl, 1-naphthyl, or 2-naphthyl, each of which is optionally substituted with one, two or three of the following substituents which can be the same or different and are:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with  
10 one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(2) -OH,

(3) -NO<sub>2</sub>,

15 (4) -F, -Cl, -Br, or -I,

(5) -CO-OH,

(6) -C≡N,

(7) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,

(8) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),

20 (9) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl with one, two or three double bonds),

(10) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl with one, two or three triple bonds),

(11) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

25 (12) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-aryl,

(13) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heteroaryl,

(14) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heterocycle,

(15) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> where R<sub>N-4</sub> is selected from the group consisting of morpholinyl, thiomorpholinyl,  
30 piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of: C<sub>1</sub>-C<sub>6</sub> alkyl,

(16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> is selected  
35 from the group consisting of:

- double bonds,
- 5 triple bonds,
- (a)  $C_1-C_6$  alkyl,
- (b)  $-(CH_2)_{0-2}-(R_1\text{-aryl})$ ,
- (c)  $C_2-C_6$  alkenyl containing one or two
- (d)  $C_2-C_6$  alkynyl containing one or two
- (e)  $C_3-C_7$  cycloalkyl, and
- (f)  $-(CH_2)_{0-2}-(R_1\text{-heteroaryl})$ ,
- (17)  $-(CH_2)_{0-4}-SO_2-NR_{N-2}R_{N-3}$ ,
- 10 (18)  $-(CH_2)_{0-4}-SO-(C_1-C_8 \text{ alkyl})$ ,
- (19)  $-(CH_2)_{0-4}-SO_2-(C_1-C_{12} \text{ alkyl})$ ,
- (20)  $-(CH_2)_{0-4}-SO_2-(C_3-C_7 \text{ cycloalkyl})$ ,
- (21)  $-(CH_2)_{0-4}-N(H \text{ or } R_{N-5})-CO-O-R_{N-5}$  where  $R_{N-5}$  can be the same or different,
- 15 (22)  $-(CH_2)_{0-4}-N(H \text{ or } R_{N-5})-CO-N(R_{N-5})_2$ , where  $R_{N-5}$  can be the same or different,
- (23)  $-(CH_2)_{0-4}-N-CS-N(R_{N-5})_2$ , where  $R_{N-5}$  can be the same or different,
- (24)  $-(CH_2)_{0-4}-N(-H \text{ or } R_{N-5})-CO-R_{N-2}$  where  $R_{N-5}$  and  $R_{N-2}$  can be the same or different,
- 20 (25)  $-(CH_2)_{0-4}-NR_{N-2}R_{N-3}$  where  $R_{N-2}$  and  $R_{N-3}$  can be the same or different,
- (26)  $-(CH_2)_{0-4}-R_{N-4}$ ,
- (27)  $-(CH_2)_{0-4}-O-CO-(C_1-C_6 \text{ alkyl})$ ,
- 25 (28)  $-(CH_2)_{0-4}-O-P(O)-(OR_{N\text{-aryl-1}})_2$  where  $R_{N\text{-aryl-1}}$  is  $-H$  or  $C_1-C_4$  alkyl,
- (29)  $-(CH_2)_{0-4}-O-CO-N(R_{N-5})_2$ ,
- (30)  $-(CH_2)_{0-4}-O-CS-N(R_{N-5})_2$ ,
- (31)  $-(CH_2)_{0-4}-O-(R_{N-5})_2$ ,
- 30 (32)  $-(CH_2)_{0-4}-O-(R_{N-5})_2-COOH$ ,
- (33)  $-(CH_2)_{0-4}-S-(R_{N-5})_2$ ,
- (34)  $-(CH_2)_{0-4}-O-(C_1-C_6 \text{ alkyl optionally substituted with one, two, three, four, or five -F})$ ,
- (35)  $C_3-C_7$  cycloalkyl,

(36) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(37) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(38) -(CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different, or

(39) -(CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl.

In even more preferred compounds of the invention, R<sub>N</sub> represents R<sub>N-1</sub>C(O)-; and R<sub>N-1</sub> is phenyl optionally substituted with one, two or three of the following substituents which can be the same or different and are:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(2) -OH,

(3) -NO<sub>2</sub>,

(4) -F, -Cl, -Br, or -I,

(5) -CO-OH,

(6) -C≡N,

(7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,

(8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(9) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl with one, two or three double bonds),

(10) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl with one, two or three triple bonds),

(11) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(12) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-aryl</sub>,

(13) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heteroaryl</sub>,

(14) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heterocycle</sub>,

(15) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> where R<sub>N-4</sub> is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of: C<sub>1</sub>-C<sub>6</sub> alkyl,

(16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> is selected from the group consisting of:

(a) C<sub>1</sub>-C<sub>6</sub> alkyl,

(b) - (CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1</sub>-aryl),

(c) C<sub>2</sub>-C<sub>6</sub> alkenyl containing one or two double bonds,

(d) C<sub>2</sub>-C<sub>6</sub> alkynyl containing one or two triple bonds,

(e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, and

(f) - (CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1</sub>-heteroaryl),

(17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,

(18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO-(C<sub>1</sub>-C<sub>8</sub> alkyl),

(19) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> can be the same or different,

(22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

(23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

(24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different,

(25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> can be the same or different,

(26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,

(27) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O)-(OR<sub>N-aryl-1</sub>)<sub>2</sub> where R<sub>N-aryl-1</sub> is -H or C<sub>1</sub>-C<sub>4</sub> alkyl,

(29) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

- (30)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,  
 (31)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2$ ,  
 (32)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2-\text{COOH}$ ,  
 (33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})_2$ ,  
 5 (34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five -F})$ ,  
 (35)  $\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ ,  
 (36)  $\text{C}_2-\text{C}_6 \text{ alkenyl with one or two double bonds optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, -F, -Cl, -Br, -I,}$   
 10  $-\text{OH, -SH, -C}\equiv\text{N, -CF}_3, \text{C}_1-\text{C}_3 \text{ alkoxy, or -NR}_{1-a}\text{R}_{1-b}$ ,  
 (37)  $\text{C}_2-\text{C}_6 \text{ alkynyl with one or two triple bonds optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, -F, -Cl, -Br, -I,}$   
 $-\text{OH, -SH, -C}\equiv\text{N, -CF}_3, \text{C}_1-\text{C}_3 \text{ alkoxy, or -NR}_{1-a}\text{R}_{1-b}$ ,  
 (38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2} \text{ where } \text{R}_{\text{N}-5}$   
 15  $\text{and } \text{R}_{\text{N}-2} \text{ can be the same or different, or}$   
 (39)  $-(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ .

In particularly preferred compounds of the invention,  $\text{R}_{\text{N}}$  represents  $\text{R}_{\text{N}-1}\text{C}(\text{O})-$ ; and  $\text{R}_{\text{N}-1}$  is phenyl of which is optionally substituted with one, two  
 20 or three of the following substituents which can be the same or different and are:

- (1)  $\text{C}_1-\text{C}_6 \text{ alkyl, optionally substituted with one, two or three substituents selected from the group consisting of } \text{C}_1-\text{C}_3 \text{ alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C}\equiv\text{N, -}$   
 25  $\text{CF}_3, \text{C}_1-\text{C}_3 \text{ alkoxy, and -NR}_{1-a}\text{R}_{1-b}$ ,  
 (2)  $-\text{OH}$ ,  
 (3)  $-\text{NO}_2$ ,  
 (4)  $-\text{F, -Cl, -Br, or -I}$ ,  
 (5)  $-\text{CO}-\text{OH}$ ,  
 30 (6)  $-\text{C}\equiv\text{N}$ ,  
 (7)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,  
 (8)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_1-\text{C}_{12} \text{ alkyl})$ ,  
 (9)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12} \text{ alkenyl with one, two or three double bonds})$ ,

(10) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12} \text{ alkynyl with one, two or three triple bonds}),$

(11) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_3-\text{C}_7 \text{ cycloalkyl}),$

(12) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-aryl},$

5 (13) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heteroaryl},$

(14) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heterocycle},$

(15) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_{\text{N}-4}$  where  $\text{R}_{\text{N}-4}$  is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, 10 homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of:  $\text{C}_1-\text{C}_6$  alkyl,

(16) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  is selected from the group consisting of:

15 (a)  $\text{C}_1-\text{C}_6$  alkyl,

(b) -  $(\text{CH}_2)_{0-2}-(\text{R}_1\text{-aryl}),$

(c)  $\text{C}_2-\text{C}_6$  alkenyl containing one or two double bonds,

(d)  $\text{C}_2-\text{C}_6$  alkynyl containing one or two triple bonds, and

(e)  $\text{C}_3-\text{C}_7$  cycloalkyl,

(17) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  can be the same or different,

(18) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ , where 25  $\text{R}_{\text{N}-5}$  can be the same or different,

(19) -  $(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,

(20) -  $(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different,

30 (21) -  $(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$  where  $\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  can be the same or different,

(22) -  $(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4},$

(23) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl}),$

(24) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2,$

35 (25) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2,$

(26) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (R<sub>N-5</sub>)<sub>2</sub>,

(27) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (R<sub>N-5</sub>)<sub>2</sub>-COOH,

(28) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two, three, four, or five -F),

5 (29) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different, or

(39) - (CH<sub>2</sub>)<sub>0-4</sub>- C<sub>3</sub>-C<sub>7</sub> cycloalkyl.

In particularly preferred compounds of the invention, R<sub>N</sub> represents R<sub>N-1</sub>C(O)-; and

10 R<sub>1</sub> represents -(CH<sub>2</sub>)<sub>n<sub>1</sub></sub>-phenyl where n<sub>1</sub> is zero or one and where phenyl is optionally substituted with one, two, or three of the following substituents which are the same or different:

(A) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents selected from the group consisting of  
15 C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(B) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected from the group consisting of  
20 -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(C) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of  
-F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

25 (D) -F, Cl, -Br, or -I,

(F) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

(G) -NR<sub>N-2</sub>R<sub>N-3</sub>, where R<sub>N-2</sub> and R<sub>N-3</sub> are independently selected from the group consisting of:

30 (1) -H,

(2) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one substituent selected from the group consisting of:

(a) -OH, and

(b) -NH<sub>2</sub>,

(3) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one to three -F, -Cl, -Br, or -I,

(4) -C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(5) -(C<sub>1</sub>-C<sub>2</sub> alkyl)-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

5 (6) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>3</sub> alkyl),

(7) -C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds,

(8) -C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds,

10 (9) -C<sub>1</sub>-C<sub>6</sub> alkyl chain with one double bond and one triple bond,

(10) -R<sub>1</sub>-aryl, and

(11) -R<sub>1</sub>-heteroaryl,

(H) -OH,

15 (I) -C≡N,

(J) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

20 (K) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(L) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(M) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or

(N) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl).

25 Particularly preferred R<sub>1</sub> groups include phenyl(C<sub>1</sub>-C<sub>6</sub>)alkyl groups where the phenyl is optionally substituted with one or two groups independently selected from

(A) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, 30 and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(B) -F, Cl, -Br, or -I,

(C) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

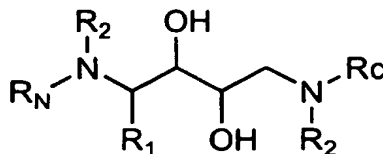
(D) -NR<sub>N-2</sub>R<sub>N-3</sub>, where R<sub>N-2</sub> and R<sub>N-3</sub> are independently 35 selected from the group consisting of:

- (1) -H,
- (2) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one substituent selected from the group consisting of:
- (a) -OH, and
- (b) -NH<sub>2</sub>,
- (3) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one to three -F, -Cl, -Br, or -I,
- (4) -C<sub>3</sub>-C<sub>7</sub> cycloalkyl,
- (5) -(C<sub>1</sub>-C<sub>2</sub> alkyl)-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- (6) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>3</sub> alkyl),
- (9) -C<sub>1</sub>-C<sub>6</sub> alkyl chain with one double bond and one triple bond,
- (E) -OH,
- (F) -C≡N,
- (G) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
- (H) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),
- (I) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>, or
- (J) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>.

Representative R<sub>1</sub> groups include benzyl, 4-hydroxybenzyl, 2-fluoro-4-propylbenzyl, 3-amino-4-bromobenzyl; 3-chloro-5-methylphenethyl, 3,5-difluorobenzyl, 2-methylphenylpropyl, 4-trifluoromethylbenzyl, 4-trifluoromethylphenethyl, 2,3-dichlorobenzyl, and 2-chloro-4-cyanobenzyl.

[Additional 01-1724 embodiments inserted here]

In another aspect, the invention provides compounds of formula VII:



(VII)

and pharmaceutically acceptable salts and esters thereof wherein

R<sub>1</sub> is:

(I) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, C<sub>1</sub>-C<sub>7</sub> alkyl (optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl and C<sub>1</sub>-C<sub>3</sub> alkoxy), -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub> where R<sub>1-a</sub> and R<sub>1-b</sub> are independently -H or C<sub>1</sub>-C<sub>6</sub> alkyl, -OC=O NR<sub>1-a</sub>R<sub>1-b</sub>,

(II) -CH<sub>2</sub>-S(O)<sub>0-2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(III) -CH<sub>2</sub>-CH<sub>2</sub>-S(O)<sub>0-2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),

10 (IV) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected independently from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(V) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, 15 optionally substituted with one, two or three substituents selected independently from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(VI) -(CH<sub>2</sub>)<sub>n<sub>1</sub></sub>-(R<sub>1-aryl</sub>) where n<sub>1</sub> is zero or one and where R<sub>1-aryl</sub> is phenyl, 1-naphthyl, 2-naphthyl and indanyl, indenyl, 20 dihydronaphthyl, tetralinyl optionally substituted with one, two, three or four of the following independently selected substituents on the aryl ring:

(A) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy,

(B) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(C) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(D) -F, Cl, -Br and -I,  
(E) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one,  
two or three -F,

(F) -NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> are as defined  
5 below,

(G) -OH,

(H) -C≡N,

(I) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with  
one, two or three substituents selected from the group  
10 consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(J) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(K) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(L) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

15 (M) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(VII) -(CH<sub>2</sub>)<sub>n<sub>1</sub></sub>-(R<sub>1-heteroaryl</sub>) where n<sub>1</sub> is as defined above  
and where R<sub>1-heteroaryl</sub> is selected from the group consisting of:

pyridinyl, pyrimidinyl, quinolinyl, benzothienyl,  
indolyl, indolinyl, pyridazinyl, pyrazinyl,  
20 isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl,  
phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl,  
oxazolyl, thiazolyl, indolizinyl, indazolyl,  
benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl,  
thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl,  
25 triazolyl, tetrazolyl, oxazolopyridinyl,  
imidazopyridinyl, isothiazolyl, naphthyridinyl,  
cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl,  
chromanyl, tetrahydroisoquinolinyl, isoindolinyl,  
isobenzotetrahydrofuranyl, isobenzotetrahydrothienyl,  
30 isobenzothienyl, benzoxazolyl, pyridopyridinyl,  
benzotetrahydrofuranyl, benzotetrahydrothienyl,  
purinyl, benzodioxolyl, triazinyl, phenoxazinyl,  
phenothiazinyl, pteridinyl, benzothiazolyl,  
imidazopyridinyl, imidazothiazolyl,  
35 dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,

5 dihydrobenzothiazinyl, benzopyranyl,  
benzothiopyranyl, coumarinyl, isocoumarinyl,  
chromonyl, chromanonyl, pyridinyl-N-oxide,  
tetrahydroquinolinyl, dihydroquinolinyl,  
10 dihydroquinolinonyl, dihydroisoquinolinonyl,  
dihydrocoumarinyl, dihydroisocoumarinyl,  
isoindolinonyl, benzodioxanyl, benzoxazolinonyl,  
pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-  
oxide, pyrazinyl N-oxide, quinolinyl N-oxide, indolyl  
15 N-oxide, indolinyl N-oxide, isoquinolyl N-oxide,  
quinazolinyl N-oxide, quinoxalinyl N-oxide,  
phthalazinyl N-oxide, imidazolyl N-oxide, isoxazolyl  
N-oxide, oxazolyl N-oxide, thiazolyl N-oxide,  
indolizinyl N-oxide, indazolyl N-oxide, benzothiazolyl  
20 N-oxide, benzimidazolyl N-oxide, pyrrolyl N-oxide,  
oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl  
N-oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide,  
benzothiopyranyl S,S-dioxide,

where the  $R_1$ -heteroaryl group is bonded to  $-(CH_2)_{n1}-$   
20 by any ring atom of the parent  $R_1$ -heteroaryl group substituted by  
hydrogen such that the new bond to the  $R_1$ -heteroaryl group replaces  
the hydrogen atom and its bond, where heteroaryl is optionally  
substituted with one, two, three or four of:

(1)  $C_1-C_6$  alkyl optionally substituted with one,  
25 two or three substituents independently selected from the group  
consisting of  $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH,  
-SH,  $-NR_{1-a}R_{1-b}$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,

(2)  $C_2-C_6$  alkenyl with one or two double bonds,  
optionally substituted with one, two or three substituents  
30 independently selected from the group consisting of -F, -Cl, -  
OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,  $-NR_{1-a}R_{1-b}$ ,

(3)  $C_2-C_6$  alkynyl with one or two triple bonds,  
optionally substituted with one, two or three substituents

independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(4) -F, -Cl, -Br and -I,

(5) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one,  
5 two, or three -F,

(6) -NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> are as defined  
below,

(7) -OH,

(8) -C≡N,

10 (9) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with  
one, two or three substituents independently selected from the  
group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy,  
-NR<sub>1-a</sub>R<sub>1-b</sub>,

(10) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

15 (11) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(12) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

(13) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl), with the proviso that  
when n<sub>1</sub> is zero, R<sub>1-heteroaryl</sub> is not bonded to the carbon chain by  
nitrogen,

20 (VIII) -(CH<sub>2</sub>)<sub>n1</sub>-(R<sub>1-heterocycle</sub>) where n<sub>1</sub> is as defined  
above and R<sub>1-heterocycle</sub> is selected from the group consisting of:  
morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide,  
thiomorpholinyl S,S-dioxide, piperazinyl, homopiperazinyl,  
pyrrolidinyl, pyrrolinyl, tetrahydropyranyl, piperidinyl,  
25 tetrahydrofuranyl, tetrahydrothienyl, homopiperidinyl,  
homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl  
S,S-dioxide, oxazolidinonyl, dihydropyrazolyl,  
dihydropyrrolyl dihydropyrazinyl dihydropyridinyl  
dihydropyrimidinyl, dihydrofuryl, dihydropyranyl,  
30 tetrahydrothienyl S-oxide, tetrahydrothienyl S,S-dioxide,  
homothiomorpholinyl S-oxide,

where the R<sub>1-heterocycle</sub> group is bonded by any atom of  
the parent R<sub>1-heterocycle</sub> group substituted by hydrogen such that  
the new bond to the R<sub>1-heterocycle</sub> group replaces the hydrogen atom

and its bond, where heterocycle is optionally substituted with one, two, three or four:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy,

(2) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(3) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(4) -F, -Cl, -Br and -I,

(5) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

(6) -NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> are as defined below,

(7) -OH,

(8) -C≡N,

(9) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH

-C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(10) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(11) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(12) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

(13) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(14) =O, with the proviso that when n<sub>1</sub> is zero R<sub>1</sub>-heterocycle is not bonded to the carbon chain by nitrogen; where R<sub>2</sub> is:

(I) -H, or

(II)  $C_1-C_6$  alkyl, optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -CON, -CF<sub>3</sub>,  $C_1-C_3$  alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>; and

5 where R<sub>N</sub> is:

(I) R<sub>N-1</sub>-X<sub>N</sub>- where X<sub>N</sub> is selected from the group consisting of:

(A) -CO-,

(B) -SO<sub>2</sub>-

10 where R<sub>N-1</sub> is selected from the group consisting of:

(A) R<sub>N-aryl</sub> where R<sub>N-aryl</sub> is phenyl, 1-naphthyl, 2-naphthyl, tetralinyl, indanyl, dihydronaphthyl or 6,7,8,9-tetrahydro-5H-benzo[a]cycloheptenyl, optionally substituted with one, two or three of the following substituents which can be the  
15 same or different and are:

(1)  $C_1-C_6$  alkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>,  $C_1-C_3$  alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

20 (2) -OH,

(3) -NO<sub>2</sub>,

(4) -F, -Cl, -Br, -I,

(5) -CO-OH,

(6) -C≡N,

25 (7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> are the same or different and are selected from the group consisting of:

(a) -H,

(b)  $C_1-C_6$  alkyl optionally substituted  
30 with one substituent selected from the group consisting of:

(i) -OH,

(ii) -NH<sub>2</sub>,

(c)  $C_1-C_6$  alkyl optionally substituted with one to three groups independently selected from -F, -Cl, -  
35 Br, and -I,

- (d) -C<sub>3</sub>-C<sub>7</sub> cycloalkyl,
- (e) -(C<sub>1</sub>-C<sub>2</sub> alkyl)-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- (f) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>3</sub> alkyl),
- (g) -C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two
- 5 double bonds,
- (h) -C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two
- triple bonds,
- (i) -C<sub>1</sub>-C<sub>6</sub> hydrocarbyl chain with one
- double bond and one triple bond,
- 10 (j) -R<sub>1</sub>-aryl,
- (k) -R<sub>1</sub>-heteroaryl,
- (8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),
- (9) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl with one, two
- or three double bonds),
- 15 (10) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl with one,
- two or three triple bonds),
- (11) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- (12) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-aryl,
- (13) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heteroaryl,
- 20 (14) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heterocycle,
- (15) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> where R<sub>N-4</sub> is selected
- from the group consisting of morpholinyl, thiomorpholinyl,
- piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl,
- homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide,
- 25 pyrrolinyl and pyrrolidinyl where each group is optionally
- substituted with one, two, three, or four of C<sub>1</sub>-C<sub>6</sub> alkyl,
- (16) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> is selected
- from the group consisting of:
- (a) C<sub>1</sub>-C<sub>6</sub> alkyl,
- 30 (b) -(CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1</sub>-aryl),
- (c) C<sub>2</sub>-C<sub>6</sub> alkenyl containing one or two
- double bonds,
- (d) C<sub>2</sub>-C<sub>6</sub> alkynyl containing one or two
- triple bonds,
- 35 (e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

- (f) - (CH<sub>2</sub>)<sub>0-2</sub> - (R<sub>1</sub>-heteroaryl),
- (17) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - NR<sub>N-2</sub>R<sub>N-3</sub>,
- (18) - (CH<sub>2</sub>)<sub>0-4</sub> - SO - (C<sub>1</sub>-C<sub>8</sub> alkyl),
- (19) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - (C<sub>1</sub>-C<sub>12</sub> alkyl),
- 5 (20) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - (C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- (21) - (CH<sub>2</sub>)<sub>0-4</sub> - N(H or R<sub>N-5</sub>) - CO - O - R<sub>N-5</sub> where R<sub>N-5</sub> can be the same or different and is as defined above,
- (22) - (CH<sub>2</sub>)<sub>0-4</sub> - N(H or R<sub>N-5</sub>) - CO - N(R<sub>N-5</sub>)<sub>2</sub>, where each R<sub>N-5</sub> is independently defined as above,
- 10 (23) - (CH<sub>2</sub>)<sub>0-4</sub> - N - CS - N(R<sub>N-5</sub>)<sub>2</sub>, where each R<sub>N-5</sub> is independently defined as above,
- (24) - (CH<sub>2</sub>)<sub>0-4</sub> - N(-H or R<sub>N-5</sub>) - CO - R<sub>N-2</sub>,
- (25) - (CH<sub>2</sub>)<sub>0-4</sub> - NR<sub>N-2</sub>R<sub>N-3</sub>,
- (26) - (CH<sub>2</sub>)<sub>0-4</sub> - R<sub>N-4</sub>,
- 15 (27) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CO - (C<sub>1</sub>-C<sub>6</sub> alkyl),
- (28) - (CH<sub>2</sub>)<sub>0-4</sub> - O - P(O) - (OR<sub>N-1</sub>)<sub>2</sub> where R<sub>N-1</sub> is -H or C<sub>1</sub>-C<sub>4</sub> alkyl,
- (29) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CO - N(R<sub>N-5</sub>)<sub>2</sub>,
- (30) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CS - N(R<sub>N-5</sub>)<sub>2</sub>,
- 20 (31) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (R<sub>N-5</sub>)<sub>2</sub>,
- (32) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (R<sub>N-5</sub>)<sub>2</sub> - COOH,
- (33) - (CH<sub>2</sub>)<sub>0-4</sub> - S - (R<sub>N-5</sub>)<sub>2</sub>,
- (34) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two, three, four, or five of -F),
- 25 (35) C<sub>3</sub>-C<sub>7</sub> cycloalkyl,
- (36) C<sub>2</sub>-C<sub>6</sub> alkenyl having one or two double bonds and which is optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub> e,
- (37) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,
- 30 (38) - (CH<sub>2</sub>)<sub>0-4</sub> - N(-H or R<sub>N-5</sub>) - SO<sub>2</sub> - R<sub>N-2</sub>, or
- (39) - (CH<sub>2</sub>)<sub>0-4</sub> - C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(B) -R<sub>N</sub>-heteroaryl where R<sub>N</sub>-heteroaryl carries the same definition as R<sub>1</sub>-heteroaryl, where the R<sub>N</sub>-heteroaryl group is bonded by

any atom of the parent  $R_N$ -heteroaryl group substituted by hydrogen such that the new bond to the  $R_N$ -heteroaryl group replaces the hydrogen atom and its bond, where heteroaryl is optionally substituted with one, two, three, or four groups independently  
 5 selected from:

(1)  $C_1$ - $C_6$  alkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -CF<sub>3</sub>,  $C_1$ - $C_3$  alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

10

(2) -OH,

(3) -NO<sub>2</sub>,

(4) -F, -Cl, -Br, -I,

(5) -CO-OH,

(6) -C $\equiv$ N,

15

(7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,(C)  $R_N$ -aryl-W- $R_N$ -aryl,(D)  $R_N$ -aryl-W- $R_N$ -heteroaryl,

(E)  $R_N$ -aryl-W- $R_N$ -heterocycle, where  $R_N$ -heterocycle is the same as  $R_1$ -heterocycle

20

(F)  $R_N$ -heteroaryl-W- $R_N$ -aryl,(G)  $R_N$ -heteroaryl-W- $R_N$ -heteroaryl,(H)  $R_N$ -heteroaryl-W- $R_N$ -heterocycle,(I)  $R_N$ -heterocycle-W- $R_N$ -aryl,(J)  $R_N$ -heterocycle-W- $R_N$ -heteroaryl,

25

(K)  $R_N$ -heterocycle-W- $R_N$ -heterocycle, and

where W is

(11) -(CH<sub>2</sub>)<sub>0-4</sub>-,

(12) -O-,

(13) -S(O)<sub>0-2</sub>-,

30

(14) -N(R<sub>N-5</sub>)- where  $R_{N-5}$  is as defined above,

or

(5) -CO-; and

$R_C$  is selected from the group consisting of:

(I) - $C_1$ - $C_{10}$  alkyl optionally substituted with one, two or  
 35 three groups independently selected from the group consisting of

C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, -NR<sub>1-a</sub>R<sub>1-b</sub>, -OC=O NR<sub>1-a</sub>R<sub>1-b</sub>, -S(=O)<sub>0-2</sub> R<sub>1-a</sub>, -NR<sub>1-a</sub>C=O NR<sub>1-a</sub>R<sub>1-b</sub>, -C=O NR<sub>1-a</sub>R<sub>1-b</sub>, and -S(=O)<sub>2</sub> NR<sub>1-a</sub>R<sub>1-b</sub> wherein

R<sub>1-a</sub> and R<sub>1-b</sub> at each occurrence are independently H or C<sub>1</sub>-C<sub>6</sub> alkyl,

(II) -(CH<sub>2</sub>)<sub>0-3</sub>-(C<sub>3</sub>-C<sub>8</sub>) cycloalkyl where cycloalkyl can be optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, -CO<sub>2</sub>H, -CO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl), and -NR<sub>1-a</sub>R<sub>1-b</sub>

(III) -(CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-aryl</sub> where R<sub>C-x</sub> and R<sub>C-y</sub> are independently selected from the group consisting of

-H,  
C<sub>1</sub>-C<sub>4</sub> alkyl optionally substituted with 1 or 2 -OH,  
C<sub>1</sub>-C<sub>4</sub> alkoxy optionally substituted with 1, 2, or 3  
halogen,  
-(CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>8</sub> cycloalkyl,  
C<sub>2</sub>-C<sub>6</sub> alkenyl containing one or two double bonds,  
C<sub>2</sub>-C<sub>6</sub> alkynyl containing one or two triple bonds, and  
phenyl,

or

R<sub>C-x</sub> and R<sub>C-y</sub> are taken together with the carbon to which they are attached to form a carbocycle of three, four, five, six or seven carbon atoms, where one carbon atom is optionally replaced by a group selected from -O-, -S-, -SO<sub>2</sub>-, -NR<sub>N-2</sub>- and R<sub>C-aryl</sub>, wherein

R<sub>C-aryl</sub> at each occurrence is independently phenyl; naphthyl; tetralinyl; indanyl; dihydronaphthyl; or 6,7,8,9-tetrahydro-5H-benzo[a]cycloheptenyl, each of which is optionally substituted with 1, 2, or 3 groups that are independently:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

- (2) -OH,
- (3) -NO<sub>2</sub>,
- (4) halogen,
- (5) -CO<sub>2</sub>H,
- (6) -C≡N,
- (7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub> where

R<sub>N-2</sub> and R<sub>N-3</sub> are independently selected from the group consisting of:

- (a) -H,
- (b) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one substituent selected from the group consisting of:
  - (i) -OH, and
  - (ii) -NH<sub>2</sub>,
- (c) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with 1, 2, or 3 groups that are independently -F, -Cl, -Br, -I, or OH,
- (d) -C<sub>3</sub>-C<sub>7</sub> cycloalkyl,
- (e) -(C<sub>1</sub>-C<sub>2</sub> alkyl)-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- (f) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>3</sub> alkyl),
- (g) -C<sub>2</sub>-C<sub>6</sub> alkenyl
- (h) -C<sub>2</sub>-C<sub>6</sub> alkynyl
- (i) -C<sub>1</sub>-C<sub>6</sub> alkyl chain with one double bond and one triple bond,
- (j) -R<sub>1-aryl</sub> wherein R<sub>1-aryl</sub> at each occurrence is independently phenyl, naphthyl, indanyl, indenyl, dihydronaphthyl, or tetralinyl each of which is optionally substituted with 1, 2, 3, or 4 groups that are independently:
  - (i) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, and C<sub>1</sub>-C<sub>3</sub> alkoxy,
  - (ii) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three

substituents independently selected from the group consisting of  
-F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(iii) C<sub>2</sub>-C<sub>6</sub> alkynyl optionally  
substituted with 1, 2, or 3 groups that are independently

5 selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -  
CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(iv) -F, Cl, -Br and -I,

(v) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally  
substituted with 1, 2, or 3 -F,

10 (vi) -NR<sub>N-2</sub>R<sub>N-3</sub>,

(vii) -OH,

(viii) -C≡N,

(ix) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally  
substituted with 1, 2, or 3 groups that are selected from the  
15 group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy,  
and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(x) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(xi) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(xii) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or

20 (xiii) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(k) -R<sub>1</sub>-heteroaryl wherein R<sub>1</sub>-heteroaryl at  
each occurrence is independently selected from the group  
consisting of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl,  
indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl,  
25 isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl,  
imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl,  
indolizinyl, indazolyl, benzothiazolyl, benzimidazolyl,  
benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl,  
thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl,  
30 imidazopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl,  
carbazolyl, beta-carbolinyl, isochromanyl, chromanyl,  
tetrahydroisoquinolinyl, isoindolinyl,  
isobenzotetrahydrofuranyl, isobenzotetrahydrothienyl,  
isobenzothienyl, benzoxazolyl, pyridopyridinyl,

benzotetrahydrofuranyl, benzotetrahydrothienyl, purinyl,  
benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl,  
pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl,  
dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,  
5 dihydrobenziso-thiazinyl, benzopyranyl, benzothiopyranyl,  
coumarinyl, isocoumarinyl, chromonyl, chromanonyl, pyridinyl-N-  
oxide, tetrahydroquinolinyl, dihydroquinolinyl,  
dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl,  
dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl,  
10 benzoxazolinonyl, pyrrolyl N-oxide, pyrimidinyl N-oxide,  
pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide,  
indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide,  
quinazolinyl N-oxide, quinoxalinyl N-oxide, phthalazinyl N-  
oxide, imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide,  
15 thiazolyl N-oxide, indoliziny N-oxide, indazolyl N-oxide,  
benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-  
oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-  
oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, and  
benzothiopyranyl S,S-dioxide,

20 where the  $R_1$ -heteroaryl group is  
optionally substituted with 1, 2, 3, or 4 groups that are  
independently:

(i)  $C_1$ - $C_6$  alkyl optionally  
substituted with 1, 2, or 3 groups independently selected from  
25 the group consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  
- $NR_{1-a}R_{1-b}$ , - $C\equiv N$ , - $CF_3$ , and  $C_1$ - $C_3$  alkoxy,

(ii)  $C_2$ - $C_6$  alkenyl optionally  
substituted with 1, 2, or 3 groups that are independently -F, -  
Cl, -OH, -SH, - $C\equiv N$ , - $CF_3$ ,  $C_1$ - $C_3$  alkoxy, and - $NR_{1-a}R_{1-b}$ ,

30 (iii)  $C_2$ - $C_6$  alkynyl optionally  
substituted with 1, 2, or 3 groups that are independently  
selected from the group consisting of -F, -Cl, -OH, -SH, - $C\equiv N$ , -  
 $CF_3$ ,  $C_1$ - $C_3$  alkoxy, and - $NR_{1-a}R_{1-b}$ ,

(iv) -F, -Cl, -Br and -I,

(v)  $-C_1-C_6$  alkoxy optionally substituted with one, two, or three  $-F$ ,

(vi)  $-(CH_2)_{0-4}-NR_{N-2}R_{N-3}$ ,

(vii)  $-OH$ ,

5

(viii)  $-C\equiv N$ ,

(ix)  $(CH_2)_{0-4}-C_3-C_7$  cycloalkyl,

optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

10

(x)  $(CH_2)_{0-4}-CO-(C_1-C_6 \text{ alkyl})$ ,

(xi)  $(CH_2)_{0-4}-SO_2-NR_{N-2}R_{N-3}$ ,

(xii)  $(CH_2)_{0-4}-CO-NR_{N-2}R_{N-3}$ ,

(xiii)  $(CH_2)_{0-4}-SO_2-(C_1-C_6$

alkyl),

15

(xiv)  $(CH_2)_{0-4}-N(R_{N-2})-SO_2-$ , and

(xv)  $(CH_2)_{0-4}-N(R_{N-2})-C(O)-$ ,

(8)  $-(CH_2)_{0-4}-CO-(C_1-C_{12} \text{ alkyl})$ ,

(9)  $-(CH_2)_{0-4}-CO-(C_2-C_{12} \text{ alkenyl})$ ,

(10)  $-(CH_2)_{0-4}-CO-(C_2-C_{12} \text{ alkynyl})$ ,

20

(11)  $-(CH_2)_{0-4}-CO-(CH_2)_{0-4}-(C_3-C_7 \text{ cycloalkyl})$ ,

(12)  $-(CH_2)_{0-4}-CO-R_1\text{-aryl}$ ,

(13)  $-(CH_2)_{0-4}-CO-R_1\text{-heteroaryl}$ ,

(14)  $-(CH_2)_{0-4}-CO-R_1\text{-heterocycle}$  wherein

$R_1\text{-heterocycle}$  at each occurrence is

25 independently selected from the group consisting of morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide, thiomorpholinyl S,S-dioxide, piperazinyl, homopiperazinyl, pyrrolidinyl, pyrrolinyl, tetrahydropyranyl, piperidinyl, tetrahydrofuranyl, tetrahydrothienyl, homopiperidinyl, homomorpholinyl,  
30 homothiomorpholinyl, homothiomorpholinyl S,S-dioxide, oxazolidinonyl, dihydropyrazolyl, dihydropyrrolyl, dihydropyrazinyl, dihydropyridinyl, dihydropyrimidinyl, dihydrofuryl, dihydropyranyl, tetrahydrothienyl S-oxide, tetrahydrothienyl S,S-dioxide, and homothiomorpholinyl S-oxide,

where the  $R_1$ -heterocycle group is bonded to any atom of the parent  $R_1$ -heterocycle group substituted by hydrogen such that the new bond to the  $R_1$ -heterocycle group replaces the hydrogen atom and its bond, where heterocycle is optionally substituted with 1, 2, 3, or 4 groups that are independently:

(a)  $C_1$ - $C_6$  alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1$ - $C_3$  alkyl, halogen, -OH, -SH,  $-NR_{1-a}R_{1-b}$ ,  $-C\equiv N$ ,  $-CF_3$ , and  $C_1$ - $C_3$  alkoxy,

(b)  $C_2$ - $C_6$  alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1$ - $C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$

(c)  $C_2$ - $C_6$  alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1$ - $C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$

(d) halogen,

(e)  $C_1$ - $C_6$  alkoxy,

(f)  $-C_1$ - $C_6$  alkoxy optionally substituted with one, two, or three -F,

(g)  $-NR_{N-2}R_{N-3}$ ,

(h) -OH,

(i)  $-C\equiv N$ ,

(j)  $(CH_2)_{0-4}$ - ( $C_3$ - $C_7$  cycloalkyl), optionally substituted with 1, 2, or 3 groups independently selected from the group consisting of -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1$ - $C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(k)  $-(CH_2)_{0-4}-CO-(C_1-C_4 \text{ alkyl})$ ,

(l)  $-(CH_2)_{0-4}-SO_2-NR_{1-a}R_{1-b}$ ,

(m)  $-(CH_2)_{0-4}-CO-NR_{1-a}R_{1-b}$ ,

(n)  $-(CH_2)_{0-4}-SO_2-(C_1-C_6 \text{ alkyl})$ , and

(o) =O,

(p)  $-(CH_2)_{0-4}-N(R_{N-2})-SO_2-$

(q) - (CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-C(O)-

(15) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> wherein

R<sub>N-4</sub> at each occurrence is independently selected from the group consisting of morpholinyl,

5 thiomorpholinyl, pyrrolidinonyl, pyrrolyl, pyrazolyl, thienyl, pyridyl N-oxide, piperaziny, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide,

homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl

where each group is optionally substituted with 1, 2, 3, or 4

10 groups that are independently C<sub>1</sub>-C<sub>6</sub> alkyl,

(16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO<sub>2</sub>-R<sub>N-5</sub> where

R<sub>N-5</sub> at each occurrence is independently selected from the group consisting of:

(a) C<sub>1</sub>-C<sub>6</sub> alkyl,

15 (b) - (CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1</sub>-aryl),

(c) C<sub>2</sub>-C<sub>6</sub> alkenyl,

(d) C<sub>2</sub>-C<sub>6</sub> alkynyl,

(e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, and

(f) - (CH<sub>2</sub>)<sub>0-4</sub>-(R<sub>1</sub>-heteroaryl),

20 (17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>

(18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO-(C<sub>1</sub>-C<sub>8</sub> alkyl),

(19) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO<sub>2</sub>-R<sub>N-5</sub>,

25 (22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

(24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub>,

(25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,

(26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,

30 (27) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O)-(OR<sub>100</sub>)<sub>2</sub> where R<sub>100</sub> is

independently H or C<sub>1</sub>-C<sub>4</sub> alkyl,

(29) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(30) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

35 (31) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>),

(32) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>)-COOH,

(33) - (CH<sub>2</sub>)<sub>0-4</sub>-S-(R<sub>N-5</sub>),

(34) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(C<sub>1</sub>-C<sub>6</sub> alkyl) wherein the alkyl group is optionally substituted with one, two, three, four, or five substituents independently selected from the group consisting of F, Cl, Br, and I,

(35) - (CH<sub>2</sub>)<sub>0-4</sub>-(C<sub>3</sub>-C<sub>8</sub> cycloalkyl),

(36) C<sub>2</sub>-C<sub>6</sub> alkenyl optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(37) C<sub>2</sub>-C<sub>6</sub> alkynyl optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>, and

(38) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub>;

(IV) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C</sub>-heteroaryl wherein

R<sub>C</sub>-heteroaryl at each occurrence is independently selected from the group consisting of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzoisothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanly, chromanly, tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranyl, isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl, pyridopyridinyl, benzotetrahydrofuranyl, benzotetrahydrothienyl, purinyl, benzodioxolyl, triazinyl, henoxazinyl, phenothiazinyl, pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl, dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl, dihydrobenzisothiazinyl, benzopyranyl, benzothiopyranyl, coumarinyl, isocoumarinyl, chromonyl, chromanonyl, tetrahydroquinolinyl, dihydroquinolinyl, dihydroquinolinonyl, dihydroisoquinolinonyl,

dihydrocoumarinyl, dihydroisocoumarinyl, isoindolinonyl,  
 benzodioxanyl, benzoxazolinonyl, imidazopyrazolyl,  
 quinazolinonyl, pyrazopyridyl, benzooxadiazolyl,  
 dihydropyrimidinonyl, dihydrobenzofuranonyl, pyridinyl-N-oxide,  
 5 pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-oxide,  
 pyrazinyl N-oxide, quinolinyl N-oxide, indolyl N-oxide,  
 indolinyl N-oxide, isoquinolyl N-oxide, quinazolinyl N-oxide,  
 quinoxalinyl N-oxide, phthalazinyl N-oxide, imidazolyl N-oxide,  
 isoxazolyl N-oxide, oxazolyl N-oxide, thiazolyl N-oxide,  
 10 indolizinyl N-oxide, indazolyl N-oxide, benzothiazolyl N-oxide,  
 benzimidazolyl N-oxide, pyrrolyl N-oxide, oxadiazolyl N-oxide,  
 thiadiazolyl N-oxide, triazolyl N-oxide, tetrazolyl N-oxide,  
 benzothiopyranyl S-oxide, and benzothiopyranyl S,S-dioxide,

where the  $R_C$ -heteroaryl group is bonded by any atom of the  
 15 parent  $R_C$ -heteroaryl group substituted by hydrogen such that the new  
 bond to the  $R_C$ -heteroaryl group replaces the hydrogen atom and its  
 bond, where heteroaryl is optionally substituted 1, 2, 3, or 4  
 groups that are independently:

(1)  $C_1$ - $C_6$  alkyl, optionally substituted with 1, 2, or 3  
 20 groups independently selected from the group consisting of  $C_1$ - $C_3$   
 alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1$ - $C_3$  alkoxy, and  
 -NR $_{1-a}$ R $_{1-b}$ ,

(2) -OH,  
 (3) -NO $_2$ ,  
 25 (4) -F, -Cl, -Br, -I,  
 (5) -CO-OH,  
 (6) -C $\equiv$ N,  
 (7) - (CH $_2$ ) $_{0-4}$ -CO-NR $_{N-2}$ R $_{N-3}$ ,  
 (8) - (CH $_2$ ) $_{0-4}$ -CO-( $C_1$ - $C_{12}$  alkyl),  
 30 (9) - (CH $_2$ ) $_{0-4}$ -CO-( $C_2$ - $C_{12}$  alkenyl with one, two or three  
 double bonds),  
 (10) - (CH $_2$ ) $_{0-4}$ -CO-( $C_2$ - $C_{12}$  alkynyl with one, two or three  
 triple bonds),  
 (11) - (CH $_2$ ) $_{0-4}$ -CO-( $C_3$ - $C_7$  cycloalkyl),

(12)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_{1-\text{aryl}}$  where  $\text{R}_{1-\text{aryl}}$  is as defined

above,

(13)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_{1-\text{heteroaryl}}$ ,

(14)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_{1-\text{heterocycle}}$ ,

5 (15)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_{\text{N}-4}$ ,

(16)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$ ,

(17)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,

(18)  $-(\text{CH}_2)_{0-4}-\text{SO}-(\text{C}_1-\text{C}_8 \text{ alkyl})$ ,

(19)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_1-\text{C}_{12} \text{ alkyl})$ ,

10 (20)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,

(21)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$ ,

(22)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(23)  $-(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(24)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$ ,

15 (25)  $-(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,

(26)  $-(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4}$ ,

(27)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,

(28)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{100})_2$  where  $\text{R}_{100}$  is  $-\text{H}$  or  $\text{C}_1-\text{C}_4$

alkyl,

20 (29)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(30)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(31)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})$ ,

(32)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})-\text{COOH}$ ,

(33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})$ ,

25 (34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five of } -\text{F})$ ,

(35)  $\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ ,

(36)  $\text{C}_2-\text{C}_6 \text{ alkenyl optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F}, -\text{Cl}, -\text{Br}, -\text{I}, -\text{OH}, -\text{SH}, -\text{C}\equiv\text{N}, -\text{CF}_3, \text{C}_1-\text{C}_3 \text{ alkoxy, or}$   
 30  $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,

(37)  $\text{C}_2-\text{C}_6 \text{ alkynyl optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F}, -\text{Cl}, -\text{Br}, -\text{I}, -\text{OH}, -\text{SH}, -\text{C}\equiv\text{N}, -\text{CF}_3, \text{C}_1-\text{C}_3 \text{ alkoxy, or}$   
 $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,

(38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$ ,

35 (39)  $-(\text{CH}_2)_{0-4}-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,

- (V) -  $(\text{CR}_{\text{C-x}}\text{R}_{\text{C-y}})_{0-4}-\text{R}_{\text{C-aryl}}-\text{R}_{101}-\text{R}_{\text{C-aryl}}$ ,  
 (VI) -  $(\text{CR}_{\text{C-x}}\text{R}_{\text{C-y}})_{0-4}-\text{R}_{\text{C-aryl}}-\text{R}_{101}-\text{R}_{\text{C-heteroaryl}}$ ,  
 (VII) -  $(\text{CR}_{\text{C-x}}\text{R}_{\text{C-y}})_{0-4}-\text{R}_{\text{C-heteroaryl}}-\text{R}_{101}-\text{R}_{\text{C-aryl}}$ ,  
 (VIII) -  $(\text{CR}_{\text{C-x}}\text{R}_{\text{C-y}})_{0-4}-\text{R}_{\text{C-heteroaryl}}-\text{R}_{101}-\text{R}_{\text{C-heteroaryl}}$ ,  
 5 (IX) -  $(\text{CR}_{\text{C-x}}\text{R}_{\text{C-y}})_{0-4}-\text{R}_{\text{C-aryl}}-\text{R}_{101}-\text{R}_1\text{-heterocycle}$ ,  
 (X) -  $(\text{CR}_{\text{C-x}}\text{R}_{\text{C-y}})_{0-4}-\text{R}_{\text{C-heteroaryl}}-\text{R}_{101}-\text{R}_1\text{-heterocycle}$ ,  
 (XI) -  $(\text{CR}_{\text{C-x}}\text{R}_{\text{C-y}})_{0-4}-\text{R}_1\text{-heterocycle}-\text{R}_{101}-\text{R}_{\text{C-aryl}}$ ,  
 (XII) -  $(\text{CR}_{\text{C-x}}\text{R}_{\text{C-y}})_{0-4}-\text{R}_1\text{-heterocycle}-\text{R}_{101}-\text{R}_{\text{C-heteroaryl}}$ ,  
 (XIII) -  $(\text{CR}_{\text{C-x}}\text{R}_{\text{C-y}})_{0-4}-\text{R}_1\text{-heterocycle}-\text{R}_{101}-\text{R}_1\text{-heterocycle}$ , wherein  
 10  $\text{R}_{101}$  is a bond,  $(\text{CH}_2)_{0-4}$ ,  $-\text{O}-$ ,  $-\text{NH}-$ , or  $-\text{N}(\text{C}_1\text{-C}_6 \text{ alkyl})$   
 (XIV) -  $(\text{CR}_{\text{C-x}}\text{R}_{\text{C-y}})_{0-4}-\text{R}_1\text{-heterocycle}$ ,  
 (XV) -  $[\text{C}(\text{R}_{\text{C-1}})(\text{R}_{\text{C-2}})]_{1-3}-\text{CO}-\text{N}(\text{R}_{\text{C-3}})_2$  where  $\text{R}_{\text{C-1}}$  and  $\text{R}_{\text{C-2}}$  are the  
 same or different and are selected from the group consisting of:  
 (A)  $-\text{H}$ ,  
 15 (B)  $-\text{C}_1\text{-C}_6 \text{ alkyl}$ , optionally substituted with one, two  
 or three substituents independently selected from the group  
 consisting of  $\text{C}_1\text{-C}_3 \text{ alkyl}$ ,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  
 $-\text{CF}_3$ ,  $\text{C}_1\text{-C}_6 \text{ alkoxy}$ ,  $-\text{O-phenyl}$ , and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,  
 (C)  $\text{C}_2\text{-C}_6 \text{ alkenyl}$  with one or two double bonds,  
 20 optionally substituted with one, two or three substituents  
 independently selected from the group consisting of  $\text{C}_1\text{-C}_3 \text{ alkyl}$ ,  
 $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1\text{-C}_6 \text{ alkoxy}$ ,  $-\text{O-phenyl}$ ,  
 and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,  
 (D)  $\text{C}_2\text{-C}_6 \text{ alkynyl}$  optionally substituted with one, two  
 25 or three substituents independently selected from the group  
 consisting of  $\text{C}_1\text{-C}_3 \text{ alkyl}$ ,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  
 $-\text{CF}_3$ ,  $\text{C}_1\text{-C}_6 \text{ alkoxy}$ ,  $-\text{O-phenyl}$ , and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,  
 (E)  $-(\text{CH}_2)_{1-2}-\text{S}(\text{O})_{0-2}-(\text{C}_1\text{-C}_6 \text{ alkyl})$ ,  
 (F)  $-(\text{CH}_2)_{0-4}-\text{C}_3\text{-C}_7 \text{ cycloalkyl}$ , optionally substituted  
 30 with one, two or three substituents independently selected from  
 the group consisting of  $\text{C}_1\text{-C}_3 \text{ alkyl}$ ,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  
 $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1\text{-C}_6 \text{ alkoxy}$ ,  $-\text{O-phenyl}$ , and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,  
 (G)  $-(\text{C}_1\text{-C}_4 \text{ alkyl})-\text{R}_1\text{-aryl}$ ,  
 (H)  $-(\text{C}_1\text{-C}_4 \text{ alkyl})-\text{R}_{\text{C-heteroaryl}}$ ,

(I) - (C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1</sub>-heterocycle,

(J) -R<sub>C</sub>-heteroaryl,

(K) -R<sub>1</sub>-heterocycle,

(M) - (CH<sub>2</sub>)<sub>1-4</sub>-R<sub>C-4</sub>- (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>1</sub>-aryl where R<sub>C-4</sub> is -O-, -S- or

5 -NR(C<sub>1</sub>-C<sub>6</sub> alkyl)-,

(N) - (CH<sub>2</sub>)<sub>1-4</sub>-R<sub>C-4</sub>- (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>C</sub>-heteroaryl,

(O) -R<sub>1</sub>-aryl,

and where

R<sub>C-3</sub> at each occurrence is independently:

10 (A) -H,

(B) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

15 (C) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

20 (D) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

25 (E) - (CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

30 (F) -R<sub>1</sub>-aryl,

(G) -R<sub>C</sub>-heteroaryl,

(H) -R<sub>1</sub>-heterocycle,

(I) - (C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1</sub>-aryl,

(J) - (C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>C</sub>-heteroaryl,

(K) - (C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1</sub>-heterocycle,

(XVI) -CH(R<sub>C</sub>-aryl)<sub>2</sub>,

(XVII) -CH(R<sub>C</sub>-heteroaryl)<sub>2</sub>,

(XVIII) -CH(R<sub>C</sub>-aryl)(R<sub>C</sub>-heteroaryl),

5 (XIX) -cyclopentyl, -cyclohexyl, or -cycloheptyl ring fused to R<sub>C</sub>-aryl or R<sub>C</sub>-heteroaryl or R<sub>1</sub>-heterocycle where R<sub>C</sub>-aryl or R<sub>C</sub>-heteroaryl or R<sub>1</sub>-heterocycle are as defined above where one carbon of cyclopentyl, cyclohexyl, or -cycloheptyl is optionally replaced with NH, NR<sub>N-5</sub>, O, S(=O)<sub>0-2</sub>, and where cyclopentyl, cyclohexyl,  
10 or -cycloheptyl can be optionally substituted with one or two -C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, =O, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(XX) C<sub>2</sub>-C<sub>10</sub> alkenyl optionally substituted with one, two or three substituents independently selected from the group  
15 consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(XXI) C<sub>2</sub>-C<sub>10</sub> alkynyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N,  
20 -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(XXI) -(CH<sub>2</sub>)<sub>0-1</sub>-CHR<sub>C-6</sub>-(CH<sub>2</sub>)<sub>0-1</sub>-R<sub>C</sub>-aryl wherein

R<sub>C-6</sub> is -(CH<sub>2</sub>)<sub>0-6</sub>-OH,

(XXII) -(CH<sub>2</sub>)<sub>0-1</sub>-CHR<sub>C-6</sub>-(CH<sub>2</sub>)<sub>0-1</sub>-R<sub>C</sub>-heteroaryl,

(XXIII) -CH(-R<sub>C</sub>-aryl or R<sub>C</sub>-heteroaryl)-CO-O(C<sub>1</sub>-C<sub>4</sub> alkyl),

25 (XXIV) -CH(-CH<sub>2</sub>-OH)-CH(-OH)-(C<sub>1</sub>-C<sub>4</sub> alkyl)-NO<sub>2</sub>,

(XXV) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>6</sub> alkyl)-OH,

(XXVII) -CH<sub>2</sub>-NH-CH<sub>2</sub>-CH(-O-CH<sub>2</sub>-CH<sub>3</sub>)<sub>2</sub>,

(XXVIII) -H, and

(XXIX) -(CH<sub>2</sub>)<sub>0-6</sub>-C(=NR<sub>1-a</sub>)(NR<sub>1-a</sub>R<sub>1-b</sub>).

30 Preferred compounds of Formula VII include those where R<sub>N</sub> is R<sub>N-1</sub>C(O)-.

In preferred compounds of Formula VII of the invention, R<sub>N</sub> represents R<sub>N-1</sub>C(O)-; and R<sub>1</sub> represents:

(I)  $-(CH_2)_{n_1}-(R_{1-aryl})$ , where  $n_1$  is zero or one and where  $R_{1-aryl}$  is phenyl, 1-naphthyl, 2-naphthyl, indanyl, indenyl, dihydronaphthalyl, or tetralinyl optionally substituted with one, two, three, or four of the following substituents on the aryl ring:

(A)  $C_1-C_6$  alkyl optionally substituted with one, two or three substituents selected from the group consisting of  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(B)  $C_2-C_6$  alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(C)  $C_2-C_6$  alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(D)  $-F$ ,  $Cl$ ,  $-Br$ , or  $-I$ ,

(F)  $-C_1-C_6$  alkoxy optionally substituted with one, two, or three  $-F$ ,

(G)  $-NR_{N-2}R_{N-3}$ , where  $R_{N-2}$  and  $R_{N-3}$  are independently selected from the group consisting of:

(1)  $-H$ ,

(2)  $-C_1-C_6$  alkyl optionally substituted with one substituent selected from the group consisting of:

(a)  $-OH$ , and

(b)  $-NH_2$ ,

(3)  $-C_1-C_6$  alkyl optionally substituted with one to three  $-F$ ,  $-Cl$ ,  $-Br$ , or  $-I$ ,

(4)  $-C_3-C_7$  cycloalkyl,

(5)  $-(C_1-C_2 \text{ alkyl})-(C_3-C_7 \text{ cycloalkyl})$ ,

(6)  $-(C_1-C_6 \text{ alkyl})-O-(C_1-C_3 \text{ alkyl})$ ,

(7)  $-C_2-C_6$  alkenyl with one or two double bonds,

(8)  $-C_2-C_6$  alkynyl with one or two triple bonds,

(9)  $-C_1-C_6$  alkyl chain with one double bond and one triple bond,

5 (10)  $-R_1$ -aryl, and

(11)  $-R_1$ -heteroaryl,  
(H)  $-OH$ ,

(I)  $-C\equiv N$ ,

(J)  $C_3-C_7$  cycloalkyl, optionally substituted with  
10 one, two or three substituents selected from the group  
consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  
 $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(K)  $-CO-(C_1-C_4 \text{ alkyl})$ ,

(L)  $-SO_2-NR_{1-a}R_{1-b}$ ,

15 (M)  $-CO-NR_{1-a}R_{1-b}$ , or

(N)  $-SO_2-(C_1-C_4 \text{ alkyl})$ , or

(II)  $-(CH_2)_{n_1}-(R_1\text{-heteroaryl})$ , where  $n_1$  is zero or one and

where  $R_1\text{-heteroaryl}$  is selected from the group consisting of:

pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl,  
20 indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl,  
quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl,  
isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indolizinyll,  
indazolyl, benzothiazolyl, benzimidazolyl, benzofuranyl,  
furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl,  
25 triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl,  
isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-  
carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl,  
isoindolinyl, isobenzotetrahydrofuranlyl,  
isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl,  
30 pyridopyridinyl, benztetrahydrofuranlyl, benztetrahydrothienyl,  
purinyl, benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl,  
pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl,  
dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,  
dihydrobenzisothiazinyl, benzopyranyl, benzothiopyranyl,  
35 coumarinyl, isocoumarinyl, chromonyl, chromanonyl, pyridinyl-N-

oxide, tetrahydroquinolinyl, dihydroquinolinyl,  
dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl,  
dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl,  
benzoxazolinonyl, pyrrolyl N-oxide, pyrimidinyl N-oxide,  
5 pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide,  
indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide,  
quinazolinyl N-oxide, quinoxalinyl N-oxide, phthalazinyl N-oxide,  
imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide,  
thiazolyl N-oxide, indolizinyl N-oxide, indazolyl N-oxide,  
10 benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-oxide,  
oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-oxide,  
tetrazolyl N-oxide, benzothiopyranyl S-oxide, and  
benzothiopyranyl S,S-dioxide,

where the  $R_1$ -heteroaryl group is bonded to  $-(CH_2)_{n1}-$   
15 by any ring atom of the parent  $R_1$ -heteroaryl group substituted by  
hydrogen such that the new bond to the  $R_1$ -heteroaryl group replaces  
the hydrogen atom and its bond, where heteroaryl is optionally  
substituted with one, two, three, or four of:

(1)  $C_1-C_6$  alkyl optionally substituted with one,  
20 two or three substituents selected from the group consisting of  
 $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH,  
-SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(2)  $C_2-C_6$  alkenyl with one or two double bonds,  
optionally substituted with one, two or three substituents  
25 selected from the group consisting of  
-F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ , where  
 $R_{1-a}$  and  $R_{1-b}$  are -H or  $C_1-C_6$  alkyl,

(3)  $C_2-C_6$  alkynyl with one or two triple bonds,  
optionally substituted with one, two or three substituents  
30 selected from the group consisting of  
-F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ , where  
 $R_{1-a}$  and  $R_{1-b}$  are -H or  $C_1-C_6$  alkyl,

(4) -F, Cl, -Br, or -I,

(6)  $-C_1-C_6$  alkoxy optionally substituted with one, two, or three  $-F$ ,

(7)  $-NR_{N-2}R_{N-3}$ ,

(8)  $-OH$ ,

5 (9)  $-C\equiv N$ ,

(10)  $C_3-C_7$  cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ , where  $R_{1-a}$  and  $R_{1-b}$  are  $-H$  or  $C_1-C_6$  alkyl,

10 (11)  $-CO-(C_1-C_4 \text{ alkyl})$ ,

(12)  $-SO_2-NR_{1-a}R_{1-b}$ ,

(13)  $-CO-NR_{1-a}R_{1-b}$ , or

(14)  $-SO_2-(C_1-C_4 \text{ alkyl})$ , with the proviso that when  $n_1$  is zero  $R_{1-\text{heteroaryl}}$  is not bonded to the carbon chain by  
15 nitrogen.

In other preferred compounds of Formula VII of the invention,

$R_N$  represents  $R_{N-1}C(O)-$ ; and

$R_{N-1}$  is selected from the group consisting of:

20 phenyl, 1-naphthyl, 2-naphthyl, tetralinyl, indanyl, dihydronaphthyl or 6,7,8,9-tetrahydro-5H-benzo[a]cycloheptenyl, each of which is optionally substituted with one, two or three of the following substituents which can be the same or different and are:

25 (1)  $C_1-C_6$  alkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(2)  $-OH$ ,

30 (3)  $-NO_2$ ,

(4)  $-F$ ,  $-Cl$ ,  $-Br$ , or  $-I$ ,

(5)  $-CO-OH$ ,

(6)  $-C\equiv N$ ,

(7)  $-(CH_2)_{0-4}-CO-NR_{N-2}R_{N-3}$ ,

- (8) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_1-\text{C}_{12} \text{ alkyl})$ ,  
(9) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12} \text{ alkenyl with one, two or three double bonds})$ ,  
(10) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12} \text{ alkynyl with one, two or three triple bonds})$ ,  
(11) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,  
(12) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-aryl}$ ,  
(13) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heteroaryl}$ ,  
(14) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heterocycle}$ ,  
(15) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_{\text{N}-4}$  where  $\text{R}_{\text{N}-4}$  is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of:  $\text{C}_1-\text{C}_6$  alkyl,  
(16) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  is selected from the group consisting of:  
(a)  $\text{C}_1-\text{C}_6$  alkyl,  
(b) -  $(\text{CH}_2)_{0-2}-(\text{R}_1\text{-aryl})$ ,  
(c)  $\text{C}_2-\text{C}_6$  alkenyl containing one or two double bonds,  
(d)  $\text{C}_2-\text{C}_6$  alkynyl containing one or two triple bonds,  
(e)  $\text{C}_3-\text{C}_7$  cycloalkyl, and  
(f) -  $(\text{CH}_2)_{0-2}-(\text{R}_1\text{-heteroaryl})$ ,  
(17) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,  
(18) -  $(\text{CH}_2)_{0-4}-\text{SO}-(\text{C}_1-\text{C}_8 \text{ alkyl})$ ,  
(19) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_1-\text{C}_{12} \text{ alkyl})$ ,  
(20) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,  
(21) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  can be the same or different,  
(22) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,  
(23) -  $(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,

(24) -  $(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different,

(25) -  $(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$  where  $\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  can be the same or different,

5 (26) -  $(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4}$ ,

(27) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,

(28) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{\text{N-aryl-1}})_2$  where  $\text{R}_{\text{N-aryl-1}}$  is -H or  $\text{C}_1-\text{C}_4$  alkyl,

(29) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

10 (30) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(31) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2$ ,

(32) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2-\text{COOH}$ ,

(33) -  $(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})_2$ ,

(34) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five -F})$ ,

(35)  $\text{C}_3-\text{C}_7$  cycloalkyl,

(36)  $\text{C}_2-\text{C}_6$  alkenyl with one or two double bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -CF<sub>3</sub>,  $\text{C}_1-\text{C}_3$  alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

20 (37)  $\text{C}_2-\text{C}_6$  alkynyl with one or two triple bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -CF<sub>3</sub>,  $\text{C}_1-\text{C}_3$  alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(38) -  $(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different and are as defined above,

25 or

(39) -  $(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7$  cycloalkyl.

In still other preferred compounds of formula VII of the invention,

$\text{R}_{\text{N}}$  represents  $\text{R}_{\text{N}-1}\text{C}(\text{O})-$ ; and

30  $\text{R}_{\text{N}-1}$  is  $\text{R}_{\text{N-heteroaryl}}$  where  $\text{R}_{\text{N-heteroaryl}}$  is selected from the group consisting of:

pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, 35 pyrazolyl, oxazolyl, thiazolyl, indolizinyll, indazolyl,

benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl,  
pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl,  
oxazolopyridinyl, imidazopyridinyl, isothiazolyl, naphthyridinyl,  
cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl,  
5 tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranyl,  
isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl,  
pyridopyridinyl,

where the  $R_{N\text{-heteroaryl}}$  group is bonded by any  
atom of the parent  $R_{N\text{-heteroaryl}}$  group substituted by hydrogen such  
10 that the new bond to the  $R_{N\text{-heteroaryl}}$  group replaces the hydrogen  
atom and its bond, where heteroaryl is optionally substituted  
with one, two, three, or four of:

- (1)  $C_1\text{-}C_6$  alkyl, optionally substituted with  
one, two or three substituents selected from the group  
15 consisting of  $C_1\text{-}C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -  
CF<sub>3</sub>,  $C_1\text{-}C_3$  alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
- (2) -OH,
- (3) -NO<sub>2</sub>,
- (4) -F, -Cl, -Br, or -I
- 20 (5) -CO-OH,
- (6) -C≡N,
- (7) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,
- (8) - (CH<sub>2</sub>)<sub>0-4</sub>-CO- (C<sub>1</sub>-C<sub>12</sub> alkyl),
- (9) - (CH<sub>2</sub>)<sub>0-4</sub>-CO- (C<sub>2</sub>-C<sub>12</sub> alkenyl with one, two  
25 or three double bonds),
- (10) - (CH<sub>2</sub>)<sub>0-4</sub>-CO- (C<sub>2</sub>-C<sub>12</sub> alkynyl with one,  
two or three triple bonds),
- (11) - (CH<sub>2</sub>)<sub>0-4</sub>-CO- (C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- (12) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-aryl</sub>,
- 30 (13) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heteroaryl</sub>,
- (14) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heterocycle</sub>,
- (15) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub>,
- (16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub>,
- (17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,
- 35 (18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO- (C<sub>1</sub>-C<sub>8</sub> alkyl),

- (19) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_1-\text{C}_{12} \text{ alkyl})$ ,
- (20) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,
- (21) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  can be the same or different,
- 5 (22) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,
- (23) -  $(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,
- (24) -  $(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different,
- 10 (25) -  $(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$  where  $\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  can be the same or different,
- (26) -  $(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4}$ ,
- (27) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,
- 15 (28) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{\text{N-aryl-1}})_2$  where  $\text{R}_{\text{N-aryl-1}}$  is -H or  $\text{C}_1-\text{C}_4$  alkyl,
- (29) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,
- (30) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,
- (31) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2$ ,
- 20 (32) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2-\text{COOH}$ ,
- (33) -  $(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})_2$ ,
- (34) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five -F})$ ,
- (35)  $\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ ,
- 25 (36)  $\text{C}_2-\text{C}_6 \text{ alkenyl}$  with one or two double bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,
- (37)  $\text{C}_2-\text{C}_6 \text{ alkynyl}$  with one or two triple bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,
- 30 (38) -  $(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different, or
- (39) -  $(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ .

In more preferred compounds of formula VII of the invention,

35

$R_N$  represents  $R_{N-1}C(O)-$ ; and

$R_{N-1}$  is phenyl, 1-naphthyl, or 2-naphthyl, each of which is optionally substituted with one, two or three of the following substituents which can be the same or different and are:

5 (1)  $C_1-C_6$  alkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$  where  $R_{1-a}$  and  $R_{1-b}$  are as defined above,

10 (2)  $-OH$ ,  
(3)  $-NO_2$ ,  
(4)  $-F$ ,  $-Cl$ ,  $-Br$ , or  $-I$ ,  
(5)  $-CO-OH$ ,  
(6)  $-C\equiv N$ ,  
15 (7)  $-(CH_2)_{0-4}-CO-NR_{N-2}R_{N-3}$ ,  
(8)  $-(CH_2)_{0-4}-CO-(C_1-C_{12} \text{ alkyl})$ ,  
(9)  $-(CH_2)_{0-4}-CO-(C_2-C_{12} \text{ alkenyl with one, two or three double bonds})$ ,  
(10)  $-(CH_2)_{0-4}-CO-(C_2-C_{12} \text{ alkynyl with one, two or three triple bonds})$ ,  
20 (11)  $-(CH_2)_{0-4}-CO-(C_3-C_7 \text{ cycloalkyl})$ ,  
(12)  $-(CH_2)_{0-4}-CO-R_1\text{-aryl}$ ,  
(13)  $-(CH_2)_{0-4}-CO-R_1\text{-heteroaryl}$ ,  
(14)  $-(CH_2)_{0-4}-CO-R_1\text{-heterocycle}$ ,  
25 (15)  $-(CH_2)_{0-4}-CO-R_{N-4}$  where  $R_{N-4}$  is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally  
30 substituted with one, two, three, or four of:  $C_1-C_6$  alkyl,  
(16)  $-(CH_2)_{0-4}-CO-O-R_{N-5}$  where  $R_{N-5}$  is selected from the group consisting of:

(a)  $C_1-C_6$  alkyl,

(b)  $-(CH_2)_{0-2}-(R_1\text{-aryl})$ ,

(c) C<sub>2</sub>-C<sub>6</sub> alkenyl containing one or two double bonds,

(d) C<sub>2</sub>-C<sub>6</sub> alkynyl containing one or two triple bonds,

5 (e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, and

(f) - (CH<sub>2</sub>)<sub>0-2</sub> - (R<sub>1</sub>-heteroaryl),

(17) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - NR<sub>N-2</sub>R<sub>N-3</sub>,

(18) - (CH<sub>2</sub>)<sub>0-4</sub> - SO - (C<sub>1</sub>-C<sub>8</sub> alkyl),

(19) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - (C<sub>1</sub>-C<sub>12</sub> alkyl),

10 (20) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - (C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(21) - (CH<sub>2</sub>)<sub>0-4</sub> - N(H or R<sub>N-5</sub>) - CO - O - R<sub>N-5</sub> where R<sub>N-5</sub> can be the same or different,

(22) - (CH<sub>2</sub>)<sub>0-4</sub> - N(H or R<sub>N-5</sub>) - CO - N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

15 (23) - (CH<sub>2</sub>)<sub>0-4</sub> - N - CS - N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

(24) - (CH<sub>2</sub>)<sub>0-4</sub> - N(-H or R<sub>N-5</sub>) - CO - R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different,

(25) - (CH<sub>2</sub>)<sub>0-4</sub> - NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> can be the same or different,

(26) - (CH<sub>2</sub>)<sub>0-4</sub> - R<sub>N-4</sub> where R<sub>N-4</sub>,

(27) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CO - (C<sub>1</sub>-C<sub>6</sub> alkyl),

(28) - (CH<sub>2</sub>)<sub>0-4</sub> - O - P(O) - (OR<sub>N-aryl-1</sub>)<sub>2</sub> where R<sub>N-aryl-1</sub> is -H or C<sub>1</sub>-C<sub>4</sub> alkyl,

25 (29) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CO - N(R<sub>N-5</sub>)<sub>2</sub>,

(30) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CS - N(R<sub>N-5</sub>)<sub>2</sub>,

(31) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (R<sub>N-5</sub>)<sub>2</sub>,

(32) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (R<sub>N-5</sub>)<sub>2</sub> - COOH,

(33) - (CH<sub>2</sub>)<sub>0-4</sub> - S - (R<sub>N-5</sub>)<sub>2</sub>,

30 (34) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two, three, four, or five -F),

(35) C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(36) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I,

35 -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(37) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(38) -(CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different, or

(39) -(CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl.

In even more preferred compounds of formula VII of the invention,

R<sub>N</sub> represents R<sub>N-1</sub>C(O)-; and

R<sub>N-1</sub> is phenyl optionally substituted with one, two or three of the following substituents which can be the same or different and are:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(2) -OH,

(3) -NO<sub>2</sub>,

(4) -F, -Cl, -Br, or -I,

(5) -CO-OH,

(6) -C≡N,

(7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,

(8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(9) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl with one, two or three double bonds),

(10) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl with one, two or three triple bonds),

(11) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(12) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-aryl</sub>,

(13) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heteroaryl</sub>,

(14) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heterocycle</sub>,

(15) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> where R<sub>N-4</sub> is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl,

homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of: C<sub>1</sub>-C<sub>6</sub> alkyl,

(16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> is selected from the group consisting of:

(a) C<sub>1</sub>-C<sub>6</sub> alkyl,

(b) - (CH<sub>2</sub>)<sub>0-2</sub>- (R<sub>1</sub>-aryl),

(c) C<sub>2</sub>-C<sub>6</sub> alkenyl containing one or two double bonds,

(d) C<sub>2</sub>-C<sub>6</sub> alkynyl containing one or two triple bonds,

(e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, and

(f) - (CH<sub>2</sub>)<sub>0-2</sub>- (R<sub>1</sub>-heteroaryl),

(17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>

(18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO- (C<sub>1</sub>-C<sub>8</sub> alkyl),

(19) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>- (C<sub>1</sub>-C<sub>12</sub> alkyl),

(20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>- (C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub> )-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> can be the same or different,

(22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub> )-CO-N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

(23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

(24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub> )-CO-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different,

(25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> can be the same or different,

(26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,

(27) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO- (C<sub>1</sub>-C<sub>6</sub> alkyl),

(28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O) - (OR<sub>N-aryl-1</sub>)<sub>2</sub> where R<sub>N-aryl-1</sub> is -H or C<sub>1</sub>-C<sub>4</sub> alkyl,

(29) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(30) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

(31) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (R<sub>N-5</sub>)<sub>2</sub>,

(32) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (R<sub>N-5</sub>)<sub>2</sub>-COOH,

(33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})_2$ ,

(34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five } -\text{F})$ ,

(35)  $\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ ,

(36)  $\text{C}_2-\text{C}_6 \text{ alkenyl with one or two double bonds optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F, } -\text{Cl, } -\text{Br, } -\text{I, } -\text{OH, } -\text{SH, } -\text{C}\equiv\text{N, } -\text{CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, or } -\text{NR}_{1-a}\text{R}_{1-b}$ ,

(37)  $\text{C}_2-\text{C}_6 \text{ alkynyl with one or two triple bonds optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F, } -\text{Cl, } -\text{Br, } -\text{I, } -\text{OH, } -\text{SH, } -\text{C}\equiv\text{N, } -\text{CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, or } -\text{NR}_{1-a}\text{R}_{1-b}$ ,

(38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different, or

(39)  $-(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ .

In particularly preferred compounds of formula VII of the invention,

$\text{R}_{\text{N}}$  represents  $\text{R}_{\text{N}-1}\text{C}(\text{O})-$ ; and

$\text{R}_{\text{N}-1}$  is phenyl of which is optionally substituted with one, two or three of the following substituents which can be the same or different and are:

(1)  $\text{C}_1-\text{C}_6 \text{ alkyl, optionally substituted with one, two or three substituents selected from the group consisting of } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F, } -\text{Cl, } -\text{Br, } -\text{I, } -\text{OH, } -\text{SH, } -\text{C}\equiv\text{N, } -\text{CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, and } -\text{NR}_{1-a}\text{R}_{1-b}$ ,

(2)  $-\text{OH}$ ,

(3)  $-\text{NO}_2$ ,

(4)  $-\text{F, } -\text{Cl, } -\text{Br, or } -\text{I}$ ,

(5)  $-\text{CO}-\text{OH}$ ,

(6)  $-\text{C}\equiv\text{N}$ ,

(7)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,

(8)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_1-\text{C}_{12} \text{ alkyl})$ ,

(9)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12} \text{ alkenyl with one, two or three double bonds})$ ,

(10)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12} \text{ alkynyl with one, two or three triple bonds})$ ,

- (11) -  $(\text{CH}_2)_{0-4}\text{-CO-}(\text{C}_3\text{-C}_7 \text{ cycloalkyl})$ ,  
(12) -  $(\text{CH}_2)_{0-4}\text{-CO-R}_1\text{-aryl}$ ,  
(13) -  $(\text{CH}_2)_{0-4}\text{-CO-R}_1\text{-heteroaryl}$ ,  
(14) -  $(\text{CH}_2)_{0-4}\text{-CO-R}_1\text{-heterocycle}$ ,  
5 (15) -  $(\text{CH}_2)_{0-4}\text{-CO-R}_{N-4}$  where  $R_{N-4}$  is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally  
10 substituted with one, two, three, or four of:  $\text{C}_1\text{-C}_6$  alkyl,  
(16) -  $(\text{CH}_2)_{0-4}\text{-CO-O-R}_{N-5}$  where  $R_{N-5}$  is selected from the group consisting of:  
(a)  $\text{C}_1\text{-C}_6$  alkyl,  
(b) -  $(\text{CH}_2)_{0-2}\text{-(R}_1\text{-aryl)}$  where  $R_1\text{-aryl}$  is as  
15 defined above,  
(c)  $\text{C}_2\text{-C}_6$  alkenyl containing one or two double bonds,  
(d)  $\text{C}_2\text{-C}_6$  alkynyl containing one or two triple bonds, and  
20 (e)  $\text{C}_3\text{-C}_7$  cycloalkyl,  
(17) -  $(\text{CH}_2)_{0-4}\text{-N(H or R}_{N-5}\text{)-CO-O-R}_{N-5}$  where  $R_{N-5}$  can be the same or different and is as defined above,  
(18) -  $(\text{CH}_2)_{0-4}\text{-N(H or R}_{N-5}\text{)-CO-N(R}_{N-5}\text{)}_2$ , where  $R_{N-5}$  can be the same or different,  
25 (19) -  $(\text{CH}_2)_{0-4}\text{-N-CS-N(R}_{N-5}\text{)}_2$ , where  $R_{N-5}$  can be the same or different,  
(20) -  $(\text{CH}_2)_{0-4}\text{-N(-H or R}_{N-5}\text{)-CO-R}_{N-2}$  where  $R_{N-5}$  and  $R_{N-2}$  can be the same or different,  
(21) -  $(\text{CH}_2)_{0-4}\text{-NR}_{N-2}\text{R}_{N-3}$  where  $R_{N-2}$  and  $R_{N-3}$  can  
30 be the same or different,  
(22) -  $(\text{CH}_2)_{0-4}\text{-R}_{N-4}$ ,  
(23) -  $(\text{CH}_2)_{0-4}\text{-O-CO-(C}_1\text{-C}_6 \text{ alkyl})$ ,  
(24) -  $(\text{CH}_2)_{0-4}\text{-O-CO-N(R}_{N-5}\text{)}_2$ ,  
(25) -  $(\text{CH}_2)_{0-4}\text{-O-CS-N(R}_{N-5}\text{)}_2$ ,  
35 (26) -  $(\text{CH}_2)_{0-4}\text{-O-(R}_{N-5}\text{)}_2$ ,

(27)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2-\text{COOH}$ ,

(28)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five }-\text{F})$ ,

(29)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H} \text{ or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different, or

(39)  $-(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ .

In particularly preferred compounds of formula VII of the invention,

$\text{R}_{\text{N}}$  represents  $\text{R}_{\text{N}-1}\text{C}(\text{O})-$ ; and

10  $\text{R}_1$  represents  $-(\text{CH}_2)_{n_1}$ -phenyl where  $n_1$  is zero or one and where phenyl is optionally substituted with one, two, or three of the following substituents which are the same or different:

(A)  $\text{C}_1-\text{C}_6$  alkyl optionally substituted with one, two or three substituents selected from the group consisting of  
15  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(B)  $\text{C}_2-\text{C}_6$  alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected from the group consisting of  
20  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(C)  $\text{C}_2-\text{C}_6$  alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of  
 $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

25 (D)  $-\text{F}$ ,  $\text{Cl}$ ,  $-\text{Br}$ , or  $-\text{I}$ ,

(F)  $-\text{C}_1-\text{C}_6$  alkoxy optionally substituted with one, two, or three  $-\text{F}$ ,

(G)  $-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ , where  $\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  are independently selected from the group consisting of:

30 (1)  $-\text{H}$ ,

(2)  $-\text{C}_1-\text{C}_6$  alkyl optionally substituted with one substituent selected from the group consisting of:

(a)  $-\text{OH}$ , and

(b)  $-\text{NH}_2$ ,

(3)  $-C_1-C_6$  alkyl optionally substituted with one to three  $-F$ ,  $-Cl$ ,  $-Br$ , or  $-I$ ,

(4)  $-C_3-C_7$  cycloalkyl,

(5)  $-(C_1-C_2 \text{ alkyl})-(C_3-C_7 \text{ cycloalkyl})$ ,

5 (6)  $-(C_1-C_6 \text{ alkyl})-O-(C_1-C_3 \text{ alkyl})$ ,

(7)  $-C_2-C_6$  alkenyl with one or two double bonds,

(8)  $-C_2-C_6$  alkynyl with one or two triple bonds,

10 (9)  $-C_1-C_6$  alkyl chain with one double bond and one triple bond,

(10)  $-R_1\text{-aryl}$ , and

(11)  $-R_1\text{-heteroaryl}$ ,

(H)  $-OH$ ,

15 (I)  $-C\equiv N$ ,

(J)  $C_3-C_7$  cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

20 (K)  $-CO-(C_1-C_4 \text{ alkyl})$ ,

(L)  $-SO_2-NR_{1-a}R_{1-b}$ ,

(M)  $-CO-NR_{1-a}R_{1-b}$ , or

(N)  $-SO_2-(C_1-C_4 \text{ alkyl})$ .

25 Particularly preferred  $R_1$  groups of compounds of formula VII include phenyl( $C_1-C_6$ )alkyl groups where the phenyl is optionally substituted with one or two groups independently selected from

(A)  $C_1-C_6$  alkyl optionally substituted with one, two or three substituents selected from the group consisting of  
30  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(B)  $-F$ ,  $Cl$ ,  $-Br$ , or  $-I$ ,

(C)  $-C_1-C_6$  alkoxy optionally substituted with one, two, or three  $-F$ ,

(D)  $-NR_{N-2}R_{N-3}$ , where  $R_{N-2}$  and  $R_{N-3}$  are independently selected from the group consisting of:

(1) -H,

(2)  $-C_1-C_6$  alkyl optionally substituted with one substituent selected from the group consisting of:

(a) -OH, and

(b)  $-NH_2$ ,

(3)  $-C_1-C_6$  alkyl optionally substituted with one to three -F, -Cl, -Br, or -I,

(4)  $-C_3-C_7$  cycloalkyl,

(5)  $-(C_1-C_2 \text{ alkyl})-(C_3-C_7 \text{ cycloalkyl})$ ,

(6)  $-(C_1-C_6 \text{ alkyl})-O-(C_1-C_3 \text{ alkyl})$ ,

(7)  $-C_1-C_6$  alkyl chain with one double bond and one triple bond,

(E) -OH,

(F)  $-C\equiv N$ ,

(G)  $C_3-C_7$  cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(H)  $-CO-(C_1-C_4 \text{ alkyl})$ ,

(I)  $-SO_2-NR_{1-a}R_{1-b}$ , or

(J)  $-CO-NR_{1-a}R_{1-b}$ .

Representative  $R_1$  groups of formula VII include benzyl, 4-hydroxybenzyl, 2-fluoro-4-propylbenzyl, 3-amino-4-bromobenzyl; 3-chloro-5-methylphenethyl, 3,5-difluorobenzyl, 2-methylphenylpropyl, 4-trifluoromethylbenzyl, 4-trifluoromethylphenethyl, 2,3-dichlorobenzyl, and 2-chloro-4-cyanobenzyl.

The compounds of the invention, and pharmaceutically acceptable salts or esters thereof, are useful for treating humans who have Alzheimer's disease, for helping prevent or delay the onset of Alzheimer's disease, for treating patients with mild cognitive impairment (MCI) and preventing or delaying the onset of Alzheimer's disease in those who would progress

from MCI to AD, for treating Down's syndrome, for treating humans who have Hereditary Cerebral Hemorrhage with Amyloidosis of the Dutch-Type, for treating cerebral amyloid angiopathy and preventing its potential consequences, i.e. single and recurrent  
5 lobar hemorrhages, for treating other degenerative dementias, including dementias of mixed vascular and degenerative origin, dementia associated with Parkinson's disease, dementia associated with progressive supranuclear palsy, dementia associated with cortical basal degeneration, diffuse Lewy body  
10 type of Alzheimer's disease. It is preferred that the disease is Alzheimer's disease.

The compounds of the invention are also useful to inhibit beta-secretase and reduce or inhibit the formation of plaque.

When treating these diseases, compounds of the invention  
15 can either be used individually or together as is best for the patient.

With regard to these diseases the term "treating" means that compounds of the invention can be used in humans with existing disease. The compounds of the invention will not  
20 necessarily cure the patient who has the disease but will delay or slow the progression of the disease thereby giving the individual a more useful life span.

The term "preventing" means that that if the compounds of the invention are administered to those who do not now have the  
25 disease but who would normally get the disease or be at increased risk for the disease, they will not get the disease. In addition, "preventing" also includes delaying the development of the disease in an individual who will ultimately get the disease or would be at risk for the disease. By delaying the  
30 onset of the disease, compounds of the invention have prevented the individual from getting the disease during the period in which the individual would normally have gotten the disease or reduce the rate of development of the disease or some of its effects but for the administration of compounds of the invention  
35 up to the time the individual ultimately gets the disease.

In treating or preventing the above diseases the compounds of the invention are administered in a therapeutically effective amount. The therapeutically effective amount will vary depending on the particular compound used and the route of administration as is known to those skilled in the art.

In treating a patient with any of the diagnosed above conditions a physician should begin administration of one or more of the compounds of the invention immediately and continue indefinitely.

In treating patients who do not at the have Alzheimer's disease, but who are believed to be at substantial risk for getting Alzheimer's disease in the future, the physician should start treatment when the patient first experiences early pre-Alzheimer's symptoms such as, memory or cognitive problems associated with aging. In addition, there are some patients who are at high risk because of having the genetic marker APOE4 which is predictive for Alzheimer's disease. In these situations, even though the patient does not have the disease, the administration of the compounds of the invention should be started before disease symptoms appear and treatment continued indefinitely to prevent or delay them from possibly getting the disease.

The compounds of the invention can be administered orally, parenterally (IV, IM, depo-IM, SQ and depo-SQ), sublingually, intranasally (inhalation), intrathecally, topically and rectally. The invention here is the compounds of the invention. There is nothing new about the routes of administration nor the dosage forms. Dosage forms known to those skilled in the art are suitable for delivery of the compounds of the invention.

When administered orally, the compounds of the invention can be administered in usual dosage forms for oral administration as is well known to those skilled in the art. These dosage forms include the usual solid unit dosage forms of tablets and capsules as well as liquid dosage forms such as solutions, suspensions and elixirs. When the solid dosage forms

are used, it is preferred that they be of the sustained release type so that the compounds of the invention need to be administered only once or twice daily.

5 The oral dosage forms are administered to the patient one thru four times daily. It is preferred that the compounds of the invention be administered either three or fewer time, more preferably once or twice daily. Hence, it is preferred that the compounds of the invention be administered in solid dosage form and further it is preferred that the solid  
10 dosage form be a sustained release form which permits once or twice daily dosing. It is preferred that whatever dosage form is used, that it be designed so as to protect the compounds of the invention from the acidic environment of the stomach. Enteric coated tablets are well known to those skilled in the art. In  
15 addition, capsules filled with small spheres each coated to protect from the acidic stomach, are also well known to those skilled in the art. When administered orally the therapeutically effective amount is from about 0.1 mg/day to about 3,0000 mg/day, preferably 1,000 mg/day. It is more preferred that the  
20 oral dosage is from about 1 mg/day to about 100 mg/day. It is more preferred that the oral dosage is from about 5 mg/day to about 50 mg/day. It is understood that while a patient may be started on one dose, that dose may have to be varied over time as the patient's condition changes.

25 The compounds of the invention can be administered parenterally, for example, by IV, IM, depo-IM, SC, or depo-SC. When administered parenterally, a therapeutically effective amount of about 0.5 to about 100 mg/day, preferably from about 5 to about 50 mg daily should be delivered. When a depot  
30 formulation is used for injection once a month or once every two weeks, the dose should be about 0.5 mg/day to about 50 mg/day, or a monthly dose of from about 15 mg to about 1,500 mg. In part because of the forgetfulness of the patients with Alzheimer's disease, it is preferred that the parenteral dosage  
35 form be a depo formulation.

The compounds of the invention can be given sublingually. When given sublingually, the compounds of the invention should be given one thru four times daily in the same amount as for IM administration.

5       The compounds of the invention can be given intranasally. When given by this route of administration, the appropriate dosage forms are a nasal spray or dry powder as is known to those skilled in the art. The dosage of the compounds of the invention for intranasal administration is the same as for IM  
10 administration.

      The compounds of the invention can be given intrathecally. When given by this route of administration the appropriate dosage form can be a parenteral dosage form as is known to those skilled in the art. The dosage of the compounds of the invention  
15 for intrathecal administration is the same as for IM administration.

      The compounds of the invention can be administered topically. When given by this route, the appropriate dosage form is a cream, ointment, or patch. Because of the amount of  
20 the compounds of the invention to be administered, the patch is preferred. When administered topically, the dosage is from about 0.5 mg/day to about 200 mg/day. Because the amount that can be delivered by a patch is limited, two or more patches may be used. The number and size of the patch is not important,  
25 what is important is that a therapeutically effective amount of the compounds of the invention be delivered as is known to those skilled in the art. The compounds of the invention can be administered rectally by suppository as is known to those skilled in the art. When administered by suppository, the  
30 therapeutically effective amount is from about 0.5 mg to about 500 mg.

      The compounds of the invention can be administered by implants as is known to those skilled in the art. When administering a compound of the invention by implant, the

therapeutically effective amount is the same as for depot administration.

The compounds of the invention are used in the same manner by the same routes of administration using the same pharmaceutical dosage forms and at the same dosing schedule for  
5 treating patients with MCI (mild cognitive impairment) and preventing or delaying the onset of Alzheimer's disease in those who would progress from MCI to AD, for treating Down's syndrome, for treating humans who have Hereditary Cerebral Hemorrhage with  
10 Amyloidosis of the Dutch-Type, for treating cerebral amyloid angiopathy and preventing its potential consequences, i.e. single and recurrent lobar hemorrhages, for treating other degenerative dementias, including dementias of mixed vascular and degenerative origin, dementia associated with Parkinson's  
15 disease, dementia associated with progressive supranuclear palsy, dementia associated with cortical basal degeneration, diffuse Lewy body type of Alzheimer's disease.

The compounds of the invention can be used with each other  
20 or with other agents used to treat or prevent the conditions listed above. Such agents include gamma-secretase inhibitors, anti-amyloid vaccines and pharmaceutical agents such as donepezil hydrochloride (ARICEPT Tablets), tacrine hydrochloride (COGNEX Capsules) or other acetylcholine esterase inhibitors and  
25 with direct or indirect neurotropic agents of the future.

In addition, the compounds of the invention can also be used with inhibitors of P-glycoprotein (P-gp). The use of P-gp inhibitors is known to those skilled in the art. See for example, Cancer Research, 53, 4595-4602 (1993), Clin. Cancer  
30 Res., 2, 7-12 (1996), Cancer Research, 56, 4171-4179 (1996), International Publications WO99/64001 and WO01/10387. The important thing is that the blood level of the P-gp inhibitor be such that it exerts its effect in inhibiting P-gp from decreasing brain blood levels of the compounds of the invention.  
35 To that end the P-gp inhibitor and the compounds of the

invention can be administered at the same time, by the same or different route of administration, or at different times. The important thing is not the time of administration but having an effective blood level of the P-gp inhibitor.

5        Suitable P-gp inhibitors include cyclosporin A, verapamil, tamoxifen, quinidine, Vitamin E-TGPS, ritonavir, megestrol acetate, progesterone, rapamycin, 10,11-methanodibenzosuberane, phenothiazines, acridine derivatives such as GF120918, FK506, VX-710, LY335979, PSC-833, GF-102,918 and other steroids. It is  
10        to be understood that additional agents will be found that do the same function and are also considered to be useful.

      The P-gp inhibitors can be administered orally, parenterally, (IV, IM, IM-depo, SQ, SQ-depo), topically, sublingually, rectally, intranasally, intrathecally and by  
15        implant.

      The therapeutically effective amount of the P-gp inhibitors is from about 0.1 to about 300 mg/kg/day, preferably about 0.1 to about 150 mg/kg daily. It is understood that while a patient may be started on one dose, that dose may have to be varied over  
20        time as the patient's condition changes.

      When administered orally, the P-gp inhibitors can be administered in usual dosage forms for oral administration as is known to those skilled in the art. These dosage forms include the usual solid unit dosage forms of tablets and capsules as  
25        well as liquid dosage forms such as solutions, suspensions and elixirs. When the solid dosage forms are used, it is preferred that they be of the sustained release type so that the P-gp inhibitors need to be administered only once or twice daily. The oral dosage forms are administered to the patient one thru  
30        four times daily. It is preferred that the P-gp inhibitors be administered either three or fewer times a day, more preferably once or twice daily. Hence, it is preferred that the P-gp inhibitors be administered in solid dosage form and further it is preferred that the solid dosage form be a sustained release  
35        form which permits once or twice daily dosing. It is preferred

that what ever dosage form is used, that it be designed so as to protect the P-gp inhibitors from the acidic environment of the stomach. Enteric coated tablets are well known to those skilled in the art. In addition, capsules filled with small spheres each  
5 coated to protect From the acidic stomach, are also well known to those skilled in the art.

In addition, the P-gp inhibitors can be administered parenterally. When administered parenterally they can be administered IV, IM, depo-IM, SQ or depo-SQ. The P-gp inhibitors  
10 can be given sublingually. When given sublingually, the P-gp inhibitors should be given one thru four times daily in the same amount as for IM administration.

The P-gp inhibitors can be given intranasally. When given by this route of administration, the appropriate dosage forms  
15 are a nasal spray or dry powder as is known to those skilled in the art. The dosage of the P-gp inhibitors for intranasal administration is the same as for IM administration.

The P-gp inhibitors can be given intrathecally. When given by this route of administration the appropriate dosage form can  
20 be a parenteral dosage form as is known to those skilled in the art.

The P-gp inhibitors can be given topically. When given by this route of administration, the appropriate dosage form is a cream, ointment or patch. Because of the amount of the P-gp  
25 inhibitors needed to be administered the patch is preferred. However, the amount that can be delivered by a patch is limited. Therefore, two or more patches may be required. The number and size of the patch is not important, what is important is that a therapeutically effective amount of the P-gp inhibitors be  
30 delivered as is known to those skilled in the art.

The P-gp inhibitors can be administered rectally by suppository as is known to those skilled in the art.

The P-gp inhibitors can be administered by implants as is known to those skilled in the art.

Route of administration and the dosage forms for administering the P-gp inhibitors are known in the art. Given a particular P-gp inhibitor, and a desired dosage form, one skilled in the art would know how to prepare the appropriate dosage form for the P-gp inhibitor.

It should be apparent to one skilled in the art that the exact dosage and frequency of administration will depend on the particular compounds of the invention administered, the particular condition being treated, the severity of the condition being treated, the age, weight, general physical condition of the particular patient, other medication the individual may be taking as is well known to those skilled in the art.

The compounds of the invention are also useful to inhibit beta-secretase and reduce or inhibit the formation of plaque.

#### Inhibition of APP Cleavage

The compounds of the invention inhibit cleavage of APP between Met595 and Asp596 numbered for the APP695 isoform, or a mutant thereof, or at a corresponding site of a different isoform, such as APP751 or APP770, or a mutant thereof (sometimes referred to as the "beta secretase site". While not wishing to be bound by a particular theory, inhibition of beta-secretase activity is thought to inhibit production of beta amyloid peptide (A-beta or Abeta). Inhibitory activity is demonstrated in one of a variety of inhibition assays, whereby cleavage of an APP substrate in the presence of A-beta-secretase enzyme is analyzed in the presence of the inhibitory compound, under conditions normally sufficient to result in cleavage at the beta-secretase cleavage site. Reduction of APP cleavage at the beta-secretase cleavage site compared with an untreated or inactive control is correlated with inhibitory activity. Assay systems that can be used to demonstrate efficacy of the compound inhibitors of the invention are known. Representative assay systems are described, for example, in U.S. Patents No. 5,942,400, 5,744,346, as well as in the examples below.

The enzymatic activity of beta-secretase and the production of Abeta can be analyzed in vitro or in vivo, using natural, mutated, and/or synthetic APP substrates, natural, mutated, and/or synthetic enzyme, and the test compound. The analysis may involve primary or secondary cells expressing native, mutant, and/or synthetic APP and enzyme, or may utilize transgenic animal models expressing the substrate and enzyme. Detection of enzymatic activity can be by analysis of one or more of the cleavage products, for example, by immunoassay, flurometric or chromogenic assay, HPLC, or other means of detection. Inhibitory compounds are determined as those having the ability to decrease the amount of beta-secretase cleavage product produced in comparison to a control, where beta-secretase mediated cleavage in the reaction system is observed and measured in the absence of inhibitory compounds.

#### Beta-secretase

Various forms of beta-secretase enzyme are known, and are available and useful for assay of enzyme activity and inhibition of enzyme activity. These include native, recombinant, and synthetic forms of the enzyme. Human beta-secretase is known as Beta Site APP Cleaving Enzyme (BACE), Asp2, and memapsin 2, and has been characterized, for example, in U.S. Patent 5,744,346 and published PCT patent applications WO98/22597, WO00/03819, WO01/23533, and WO00/17369, as well as in literature publications (Mol.Cell.Neurosci. 14:419-427 (1999); Science 286:735-741 (1999); Nature 402:533-537 (1999); Nature 40:537-540 (1999); and PNAS USA 97:1456-1460 (2000)). Synthetic forms of the enzyme have also been described (WO98/22597 and WO00/17369). Beta-secretase can be extracted and purified from human brain tissue and can be produced in cells, for example mammalian cells expressing recombinant enzyme.

Preferred compounds are effective to inhibit 50% of beta-secretase enzymatic activity at a concentration of less than about 50 micromolar, preferably at a concentration of less than

about 10 micromolar, more preferably less than about 1 micromolar, and most preferably less than about 10 nanomolar.

#### APP substrate

Assays that demonstrate inhibition of beta-secretase-mediated cleavage of APP can utilize any of the known forms of APP, including the 695 amino acid "normal" isotype described in Nature 325:733-6 (1987), the 770 amino acid isotype described in Nature 331:530-532 (1981), and variants such as the Swedish Mutation (KM670-1NL) (APP-SW), the London Mutation (V7176F), and others. See, for example U.S. Patent 5,766,846 and also Nature Genet. 1:233-234 (1992), for a review of known variant mutations. Additional useful substrates include the dibasic amino acid modification, APP-KK disclosed, for example, in WO 00/17369, fragments of APP, and synthetic peptides containing the beta-secretase cleavage site, wild type (WT) or mutated form, e.g., SW, as described, for example, in U.S. Patent 5,942,400 and WO00/03819.

The APP substrate contains the beta-secretase cleavage site of APP (KM-DA or NL-DA) for example, a complete APP peptide or variant, an APP fragment, a recombinant or synthetic APP, or a fusion peptide. Preferably, the fusion peptide includes the beta-secretase cleavage site fused to a peptide having a moiety useful for enzymatic assay, for example, having isolation and/or detection properties. A useful moiety may be an antigenic epitope for antibody binding, a label or other detection moiety, a binding substrate, and the like.

#### Antibodies

Products characteristic of APP cleavage can be measured by immunoassay using various antibodies, as described, for example, in Neuro. Lett. 249:21-4 (1999) and in U.S. Patent 5,612,486. Useful antibodies to detect Abeta include, for example, the monoclonal antibody 6E10 (Senetek, St. Louis, MO) that specifically recognizes an epitope on amino acids 1-16 of the Abeta peptide; antibodies 162 and 164 (New York State Institute for Basic Research, Staten Island, NY) that are specific for

human A-beta 1-40 and 1-42, respectively; and antibodies that recognize the junction region of beta-amyloid peptide, the site between residues 16 and 17, as described in U.S. Patent 5,593,846. Antibodies raised against a synthetic peptide of residues 591 to 596 of APP and SW192 antibody raised against 590-596 of the Swedish mutation are also useful in immunoassay of APP and its cleavage products, as described in U.S. Patents 5,604,102 and 5,721,130.

#### Assay Systems

Assays for determining APP cleavage at the beta-secretase cleavage site are well known in the art. Exemplary assays, are described, for example, in U.S. Patent 5,744,346 and 5,942,400, and described in the EXAMPLES below.

#### Cell free assays

Exemplary assays that can be used to demonstrate the inhibitory activity of the compounds of the invention are described, for example, in WO00/17369, WO 00/03819, and U.S. Patents 5,942,400 and 5,744,346. Such assays can be performed in cell-free incubations or in cellular incubations using cells expressing A-beta- secretase and an APP substrate having A-beta-secretase cleavage site.

An APP substrate containing the beta-secretase cleavage site of APP, for example, a complete APP or variant, an APP fragment, or a recombinant or synthetic APP substrate containing the amino acid sequence: KM-DA or NL-DA, is incubated in the presence of beta-secretase enzyme, a fragment thereof, or a synthetic or recombinant polypeptide variant having beta-secretase activity and effective to cleave the beta-secretase cleavage site of APP, under incubation conditions suitable for the cleavage activity of the enzyme. Suitable substrates optionally include derivatives that may be fusion proteins or peptides that contain the substrate peptide and a modification useful to facilitate the purification or detection of the peptide or its beta-secretase cleavage products. Useful modifications include the insertion of a known antigenic epitope

WO 03/043975

for antibody binding; the linking of a label or detectable moiety, the linking of a binding substrate, and the like.

Suitable incubation conditions for a cell-free in vitro assay include, for example: approximately 200 nanomolar to 10 micromolar substrate, approximately 10 to 200 picomolar enzyme, and approximately 0.1 nanomolar to 10 micromolar inhibitor compound, in aqueous solution, at an approximate pH of 4-7, at approximately 37°C, for a time period of approximately 10 minutes to 3 hours. These incubation conditions are exemplary only, and can be varied as required for the particular assay components and/or desired measurement system. Optimization of the incubation conditions for the particular assay components should account for the specific beta-secretase enzyme used and its pH optimum, any additional enzymes and/or markers that might be used in the assay, and the like. Such optimization is routine and will not require undue experimentation.

One useful assay utilizes a fusion peptide having maltose binding protein (MBP) fused to the C-terminal 125 amino acids of APP-SW. The MBP portion is captured on an assay substrate by anti-MBP capture antibody. Incubation of the captured fusion protein in the presence of beta-secretase results in cleavage of the substrate at the beta-secretase cleavage site. Analysis of the cleavage activity can be, for example, by immunoassay of cleavage products. One such immunoassay detects a unique epitope exposed at the carboxy terminus of the cleaved fusion protein, for example, using the antibody SW192. This assay is described, for example, in U.S. Patent 5,942,400.

#### Cellular assay

Numerous cell-based assays can be used to analyze beta-secretase activity and/or processing of APP to release A-beta. Contact of an APP substrate with A-beta-secretase enzyme within the cell and in the presence or absence of a compound inhibitor of the invention can be used to demonstrate beta-secretase inhibitory activity of the compound. Preferably, assay in the presence of a useful inhibitory compound provides at least about

30%, most preferably at least about 50% inhibition of the enzymatic activity, as compared with a non-inhibited control.

In one embodiment, cells that naturally express beta-secretase are used. Alternatively, cells are modified to express a recombinant beta-secretase or synthetic variant enzyme as discussed above. The APP substrate may be added to the culture medium and is preferably expressed in the cells. Cells that naturally express APP, variant or mutant forms of APP, or cells transformed to express an isoform of APP, mutant or variant APP, recombinant or synthetic APP, APP fragment, or synthetic APP peptide or fusion protein containing the beta-secretase APP cleavage site can be used, provided that the expressed APP is permitted to contact the enzyme and enzymatic cleavage activity can be analyzed.

Human cell lines that normally process Abeta from APP provide a useful means to assay inhibitory activities of the compounds of the invention. Production and release of A-beta and/or other cleavage products into the culture medium can be measured, for example by immunoassay, such as Western blot or enzyme-linked immunoassay (EIA) such as by ELISA.

Cells expressing an APP substrate and an active beta-secretase can be incubated in the presence of a compound inhibitor to demonstrate inhibition of enzymatic activity as compared with a control. Activity of beta-secretase can be measured by analysis of one or more cleavage products of the APP substrate. For example, inhibition of beta-secretase activity against the substrate APP would be expected to decrease release of specific beta-secretase induced APP cleavage products such as Abeta.

Although both neural and non-neural cells process and release A-beta, levels of endogenous beta-secretase activity are low and often difficult to detect by EIA. The use of cell types known to have enhanced beta-secretase activity, enhanced processing of APP to Abeta, and/or enhanced production of A-beta are therefore preferred. For example, transfection of cells with

the Swedish Mutant form of APP (APP-SW); with APP-KK; or with APP-SW-KK provides cells having enhanced beta-secretase activity and producing amounts of A-beta that can be readily measured.

5 In such assays, for example, the cells expressing APP and beta-secretase are incubated in a culture medium under conditions suitable for beta-secretase enzymatic activity at its cleavage site on the APP substrate. On exposure of the cells to the compound inhibitor, the amount of Abeta released into the medium and/or the amount of CTF99 fragments of APP in the cell  
10 lysates is reduced as compared with the control. The cleavage products of APP can be analyzed, for example, by immune reactions with specific antibodies, as discussed above.

Preferred cells for analysis of beta-secretase activity include primary human neuronal cells, primary transgenic animal  
15 neuronal cells where the transgene is APP, and other cells such as those of a stable 293 cell line expressing APP, for example, APP-SW.

#### In vivo assays: animal models

Various animal models can be used to analyze beta-secretase  
20 activity and /or processing of APP to release Abeta, as described above. For example, transgenic animals expressing APP substrate and beta-secretase enzyme can be used to demonstrate inhibitory activity of the compounds of the invention. Certain transgenic animal models have been described, for example, in  
25 U.S. Patents 5,877,399, 5,612,486, 5,387,742, 5,720,936, 5,850,003, 5,877,015 and 5,811,633, and Nature 373:523 (1995)). Preferred are animals that exhibit characteristics associated with the pathophysiology of AD. Administration of the compound inhibitors of the invention to the transgenic mice described  
30 herein provides an alternative method for demonstrating the inhibitory activity of the compounds. Administration of the compounds in a pharmaceutically effective carrier and via an administrative route that reaches the target tissue in an appropriate therapeutic amount is also preferred.

WO 03/043975

Inhibition of beta-secretase mediated cleavage of APP at the beta-secretase cleavage site and of Abeta release can be analyzed in these animals by measure of cleavage fragments in the animal's body fluids such as cerebral fluid or tissues.

5 Analysis of brain tissues for Abeta deposits or plaques is preferred.

On contacting an APP substrate with A-beta-secretase enzyme in the presence of an inhibitory compound of the invention and under conditions sufficient to permit enzymatic mediated

10 cleavage of APP and/or release of Abeta from the substrate, the compounds of the invention are effective to reduce beta-secretase-mediated cleavage of APP at the beta-secretase cleavage site and/or effective to reduce released amounts of Abeta. Where such contacting is the administration of the

15 inhibitory compounds of the invention to an animal model, for example, as described above, the compounds are effective to reduce Abeta deposition in brain tissues of the animal, and to reduce the number and/or size of beta amyloid plaques. Where such administration is to a human subject, the compounds are

20 effective to inhibit or slow the progression of disease characterized by enhanced amounts of Abeta to slow the progression of AD in the, and/or to prevent onset or development of AD in a patient at risk for the disease.

Unless defined otherwise, all scientific and technical

25 terms used herein have the same meaning as commonly understood by one of skill in the art to which this invention belongs.

#### Definitions And Conventions

The definitions and explanations below are for the terms as used throughout this entire document including both the

30 specification and the claims.

#### Definitions

Pharmaceutically acceptable refers to those properties and/or substances which are acceptable to the patient from a pharmacological/toxicological point of view and to the

35 manufacturing pharmaceutical chemist from a physical/chemical

WO 03/043975

point of view regarding composition, formulation, stability, patient acceptance and bioavailability.

AD refers to Alzheimer's disease.

APP, amyloid precursor protein, is defined as any APP polypeptide, including APP variants, mutations, and isoforms, for example, as disclosed in U.S. Patent 5,766,846.

A-beta (or Abeta), amyloid beta peptide, is defined as any peptide resulting from beta-secretase mediated cleavage of APP, including peptides of 39, 40, 41, 42, and 43 amino acids, and extending from the beta-secretase cleavage site to amino acids 39, 40, 41, 42, or 43.

Beta-secretase (beta-secretase, BACE1, Asp2, Memapsin 2) is an aspartyl protease that mediates cleavage of APP at the amino-terminal edge of Abeta. Human beta-secretase is described, for example, in WO00/17369.

DMSO refers to dimethyl sulfoxide.

All temperatures are in degrees Centigrade.

HPLC refers to high pressure liquid chromatography.

BOC refers to 1,1-dimethylethoxy carbonyl or t-butoxycarbonyl,  $-\text{CO}-\text{O}-\text{C}(\text{CH}_3)_3$ .

Protecting group generally refers to any suitable protecting groups, compatible with the synthetic routes for preparing the compounds herein. Generally, suitable protecting groups are those found in *Protective Groups in Organic Synthesis*, Greene, et. al., 2<sup>nd</sup> ed., John Wiley & Sons, 1991; and 3<sup>rd</sup> ed., John Wiley & Sones, 1999 More specific protecting groups are  $\alpha$ -methyl benzyl, t-butoxycarbonyl, benzyloxycarbonyl, formyl, trityl, phthalimido, trichloroacetyl, chloroacetyl, bromoacetyl, iodoacetyl, 4-phenylbenzyloxycarbonyl, 2-methylbenzyloxycarbonyl, 4-ethoxybenzyloxycarbonyl, 4-fluorobenzyloxycarbonyl, 4-chlorobenzyloxycarbonyl, 3-chlorobenzyloxycarbonyl, 2-chlorobenzyloxycarbonyl, 2,4-dichlorobenzyloxycarbonyl, 4-bromobenzyloxycarbonyl, 3-bromobenzyloxycarbonyl, 4-nitrobenzyloxycarbonyl, 4-cyanobenzyloxycarbonyl, 2-(4-xenyl)isopropoxycarbonyl, 1,1-

diphenyleth-1-yloxy carbonyl, 1,1-diphenylprop-1-yloxy carbonyl,  
2-phenylprop-2-yloxy carbonyl, 2-(p-toluy1)prop-2-yloxy carbonyl,  
cyclopentanyloxy carbonyl, 1-methylcycoopentanyloxy carbonyl,  
cyclohexanyloxy carbonyl, 1-methylcyclohexanyloxy carbonyl, 2-  
5 methylcyclohexanyloxy carbonyl, 2-(4-  
toluylsulfonyl)ethoxy carbonyl, 2-(methylsulfonyl)ethoxy carbonyl,  
2-(triphenylphosphino)ethoxy carbonyl, fluorenylmethoxy carbonyl,  
2-(trimethylsilyl)ethoxy carbonyl, allyloxy carbonyl, 1-  
(trimethylsilylmethyl)prop-1-enyloxy carbonyl, 5-  
10 benzisoxalylmethoxy carbonyl, 4-acetoxybenzyloxy carbonyl, 2,2,2-  
trichloroethoxy carbonyl, 2-ethynyl-2-propoxy carbonyl,  
cyclopropylmethoxy carbonyl, 4-(decyloxy)benzyloxy carbonyl,  
isobrornyloxy carbonyl and 1-piperidyloxy carbonyl, 9-  
fluoroenylmethyl carbonate,  $-\text{CH}=\text{CH}=\text{CH}_2$  and phenyl- $\text{C}(=\text{N})-\text{H}$ .

15 Saline refers to an aqueous saturated sodium chloride solution.

Chromatography (column and flash chromatography) refers to purification/separation of compounds expressed as (support, eluent). It is understood that the appropriate fractions are  
20 pooled and concentrated to give the desired compound(s).

Pharmaceutically acceptable refers to those properties and/or substances that are acceptable to the patient from a pharmacological/toxicological point of view and to the manufacturing pharmaceutical chemist from a physical/chemical  
25 point of view regarding composition, formulation, stability, patient acceptance and bioavailability.

A therapeutically effective amount is defined as an amount effective to reduce or lessen at least one symptom of the disease being treated or to reduce or delay onset of one or more  
30 clinical markers or symptoms of the disease.

It should be noted that, as used in this specification and the appended claims, the singular forms "a," "an," and "the" include plural referents unless the content clearly dictates otherwise. Thus, for example, reference to a composition  
35 containing "a compound" includes a mixture of two or more

compounds. It should also be noted that the term "or" is generally employed in its sense including "and/or" unless the content clearly dictates otherwise.

Unless defined otherwise, all scientific and technical  
5 terms used herein have the same meaning as commonly understood by one of skill in the art to which this invention belongs.

All patents and publications referred to herein are hereby incorporated by reference for all purposes.

By "alkyl" and "C<sub>1</sub>-C<sub>6</sub> alkyl" in the present invention is  
10 meant straight or branched chain alkyl groups having 1-6 carbon atoms, such as, methyl, ethyl, propyl, isopropyl, n-butyl, sec-butyl, tert-butyl, pentyl, 2-pentyl, isopentyl, neopentyl, hexyl, 2-hexyl, 3-hexyl, and 3-methylpentyl. It is understood that in cases where an alkyl chain of a substituent (e.g. of an  
15 alkyl, alkoxy or alkenyl group) is shorter or longer than 6 carbons, it will be so indicated in the second "C" as, for example, "C<sub>1</sub>-C<sub>10</sub>" indicates a maximum of 10 carbons.

By "alkoxy" and "C<sub>1</sub>-C<sub>6</sub> alkoxy" in the present invention is meant straight or branched chain alkyl groups having 1-6 carbon  
20 atoms, attached through at least one divalent oxygen atom, such as, for example, methoxy, ethoxy, propoxy, isopropoxy, n-butoxy, sec-butoxy, tert-butoxy, pentoxy, isopentoxy, neopentoxy, hexoxy, and 3-methylpentoxy.

By the term "halogen" in the present invention is meant  
25 fluorine, bromine, chlorine, and iodine.

"Alkenyl" and "C<sub>2</sub>-C<sub>6</sub> alkenyl" means straight and branched hydrocarbon radicals having from 2 to 6 carbon atoms and from one to three double bonds and includes, for example, ethenyl, propenyl, 1-but-3-enyl, 1-pent-3-enyl, 1-hex-5-enyl and the  
30 like.

"Alkynyl" and "C<sub>2</sub>-C<sub>6</sub> alkynyl" means straight and branched hydrocarbon radicals having from 2 to 6 carbon atoms and one or two triple bonds and includes ethynyl, propynyl, butynyl, pentyn-2-yl and the like.

As used herein, the term "cycloalkyl" refers to saturated carbocyclic radicals having three to twelve carbon atoms. The cycloalkyl can be monocyclic, or a polycyclic fused system. Examples of such radicals include cyclopropyl, cyclobutyl, 5 cyclopentyl and cyclohexyl. Preferred cycloalkyl groups are cyclopentyl, cyclohexyl, and cycloheptyl. The cycloalkyl groups herein are unsubstituted or, as specified, substituted in one or more substitutable positions with various groups. For example, such cycloalkyl groups may be optionally substituted with, for 10 example, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkoxy, halogen, hydroxy, cyano, nitro, amino, mono(C<sub>1</sub>-C<sub>6</sub>)alkylamino, di(C<sub>1</sub>-C<sub>6</sub>)alkylamino, C<sub>2</sub>-C<sub>6</sub>alkenyl, C<sub>2</sub>-C<sub>6</sub>alkynyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl, C<sub>1</sub>-C<sub>6</sub> haloalkoxy, amino(C<sub>1</sub>-C<sub>6</sub>)alkyl, mono(C<sub>1</sub>-C<sub>6</sub>)alkylamino(C<sub>1</sub>-C<sub>6</sub>)alkyl or di(C<sub>1</sub>-C<sub>6</sub>)alkylamino(C<sub>1</sub>-C<sub>6</sub>)alkyl.

15 By "aryl" is meant an aromatic carbocyclic group having a single ring (e.g., phenyl), multiple rings (e.g., biphenyl), or multiple condensed rings in which at least one is aromatic, (e.g., 1,2,3,4-tetrahydronaphthyl, naphthyl), which is optionally mono-, di-, or trisubstituted. Preferred aryl groups 20 of the present invention are phenyl, 1-naphthyl, 2-naphthyl, indanyl, indenyl, dihydronaphthyl, tetralinyl or 6,7,8,9-tetrahydro-5H-benzo[a]cycloheptenyl. The aryl groups herein are unsubstituted or, as specified, substituted in one or more substitutable positions with various groups. For example, such 25 aryl groups may be optionally substituted with, for example, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkoxy, halogen, hydroxy, cyano, nitro, amino, mono(C<sub>1</sub>-C<sub>6</sub>)alkylamino, di(C<sub>1</sub>-C<sub>6</sub>)alkylamino, C<sub>2</sub>-C<sub>6</sub>alkenyl, C<sub>2</sub>-C<sub>6</sub>alkynyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl, C<sub>1</sub>-C<sub>6</sub> haloalkoxy, amino(C<sub>1</sub>-C<sub>6</sub>)alkyl, mono(C<sub>1</sub>-C<sub>6</sub>)alkylamino(C<sub>1</sub>-C<sub>6</sub>)alkyl or di(C<sub>1</sub>-C<sub>6</sub>)alkylamino(C<sub>1</sub>-C<sub>6</sub>)alkyl. 30

By "heteroaryl" is meant one or more aromatic ring systems of 5-, 6-, or 7-membered rings which includes fused ring systems of 9-11 atoms containing at least one and up to four heteroatoms selected from nitrogen, oxygen, or sulfur. Preferred heteroaryl 35 groups of the present invention include pyridinyl, pyrimidinyl,

quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl,  
pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl,  
phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl,  
thiazolyl, indoliziny, indazolyl, benzothiazolyl,  
5 benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl,  
oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl,  
oxazolopyridinyl, imidazopyridinyl, isothiazolyl, naphthyridinyl,  
cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl,  
chromanyl, tetrahydroisoquinolinyl, isoindolinyl,  
10 isobenzotetrahydrofuranyl, isobenzotetrahydrothienyl,  
isobenzothienyl, benzoxazolyl, pyridopyridinyl,  
benzotetrahydrofuranyl, benzotetrahydrothienyl, purinyl,  
benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl,  
pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl,  
15 dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,  
dihydrobenzothiazinyl, benzopyranyl, benzothiopyranyl,  
coumarinyl, isocoumarinyl, chromonyl, chromanonyl, pyridinyl-N-  
oxide, tetrahydroquinolinyl, dihydroquinolinyl,  
dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl,  
20 dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl,  
benzoxazolinonyl, pyrrolyl N-oxide,, pyrimidinyl N-oxide,  
pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide,  
indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide,  
quinazolinyl N-oxide, quinoxalinyl N-oxide, phthalazinyl N-oxide,  
25 imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide,  
thiazolyl N-oxide, indoliziny, indazolyl N-oxide,  
benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-oxide,  
oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-oxide,  
tetrazolyl N-oxide, benzothiopyranyl S-oxide, benzothiopyranyl  
30 S,S-dioxide. The heteroaryl groups herein are unsubstituted or,  
as specified, substituted in one or more substitutable positions  
with various groups. For example, such heteroaryl groups may be  
optionally substituted with, for example, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub>  
alkoxy, halogen, hydroxy, cyano, nitro, amino, mono(C<sub>1</sub>-  
35 C<sub>6</sub>)alkylamino, di(C<sub>1</sub>-C<sub>6</sub>)alkylamino, C<sub>2</sub>-C<sub>6</sub>alkenyl, C<sub>2</sub>-C<sub>6</sub>alkynyl, C<sub>1</sub>-

C<sub>6</sub> haloalkyl, C<sub>1</sub>-C<sub>6</sub> haloalkoxy, amino(C<sub>1</sub>-C<sub>6</sub>)alkyl, mono(C<sub>1</sub>-C<sub>6</sub>)alkylamino(C<sub>1</sub>-C<sub>6</sub>)alkyl or di(C<sub>1</sub>-C<sub>6</sub>)alkylamino(C<sub>1</sub>-C<sub>6</sub>)alkyl.

By "heterocycle", "heterocycloalkyl" or "heterocyclyl" is meant one or more carbocyclic ring systems of 4-, 5-, 6-, or 7-membered rings which includes fused ring systems of 9-11 atoms containing at least one and up to four heteroatoms selected from nitrogen, oxygen, or sulfur. Preferred heterocycles of the present invention include morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide, thiomorpholinyl S,S-dioxide, piperazinyl, homopiperazinyl, pyrrolidinyl, pyrrolinyl, tetrahydropyranyl, piperidinyl, tetrahydrofuranyl, tetrahydrothienyl, homopiperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S,S-dioxide, oxazolidinonyl, dihydropyrazolyl, dihydropyrrolyl, dihydropyrazinyl, dihydropyridinyl, dihydropyrimidinyl, dihydrofuryl, dihydropyranyl, tetrahydrothienyl S-oxide, tetrahydrothienyl S,S-dioxide and homothiomorpholinyl S-oxide. The heterocycle groups herein are unsubstituted or, as specified, substituted in one or more substitutable positions with various groups. For example, such heterocycle groups may be optionally substituted with, for example, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkoxy, halogen, hydroxy, cyano, nitro, amino, mono(C<sub>1</sub>-C<sub>6</sub>)alkylamino, di(C<sub>1</sub>-C<sub>6</sub>)alkylamino, C<sub>2</sub>-C<sub>6</sub>alkenyl, C<sub>2</sub>-C<sub>6</sub>alkynyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl, C<sub>1</sub>-C<sub>6</sub> haloalkoxy, amino(C<sub>1</sub>-C<sub>6</sub>)alkyl, mono(C<sub>1</sub>-C<sub>6</sub>)alkylamino(C<sub>1</sub>-C<sub>6</sub>)alkyl, di(C<sub>1</sub>-C<sub>6</sub>)alkylamino(C<sub>1</sub>-C<sub>6</sub>)alkyl or =O.

#### Modes of Preparation

Compounds of the invention can be prepared utilizing a variety of known chemical transformations. In essence, the preparation of the compounds of formulas described herein may be achieved using techniques and chemical processes analogous to those known in the art; the choice of the specific route being dependent upon the usual factors in pharmaceutical research institutions such as availability and cost of starting materials, time and difficulties in separation and purification of intermediates and final compounds and such other factors well

known and generally appreciated by those of ordinary skill in the art. In fact, there will generally be more than one process to prepare the compounds of the invention. Those having skill in the art will recognize that the starting materials may be varied  
5 and additional steps employed to produce compounds encompassed by the present invention, as demonstrated by the following examples.

The starting materials and various intermediates may be obtained from commercial sources, prepared from commercially  
10 available organic compounds, or prepared using well-known synthetic methods. In some cases, protection of reactive functionalities may be necessary to achieve some of the transformations. In general, the need for such protecting groups as well as the conditions necessary to attach and remove such  
15 groups will be apparent to those skilled in the art of organic synthesis.

The compounds of formula (I) can be prepared by one skilled in the art without more just by knowing the chemical structure of the compound. The chemistry is known to those skilled in the  
20 art. In fact, there is more than one process to prepare the compounds of the invention.

Representative synthetic methodologies suitable for preparing the compounds of the invention are disclosed in the art. Specific examples of methods of preparation can also be  
25 found in the art. For examples, see *J. Med. Chem.* 1993, 36, 941-952; *J. Med. Chem.* 1991, 34, 2344-2356; *J. Med. Chem.* 1987, 30, 976-982; *Bioorg. Med. Chem. Lett.* 1999, 9, 3027-3030; *Bioorg. Med. Chem. Lett.* 1993, 3, 819-824; *J. Am. Chem. Soc.* 1996, 118, 8511-8517 and references cited therein. Such examples are also  
30 described in U.S. Patent No. 4,864,017, which is incorporated herein by reference, and references cited therein.

Representative procedures for the preparation of compounds within Formula I are set forth below in Schemes I-VII. The groups  $R_1$ ,  $R_{20}$ ,  $R_N$ , and  $R_C$  carry the definitions set forth above  
35 for Formula I. The term "Pg" refers to a protecting group.

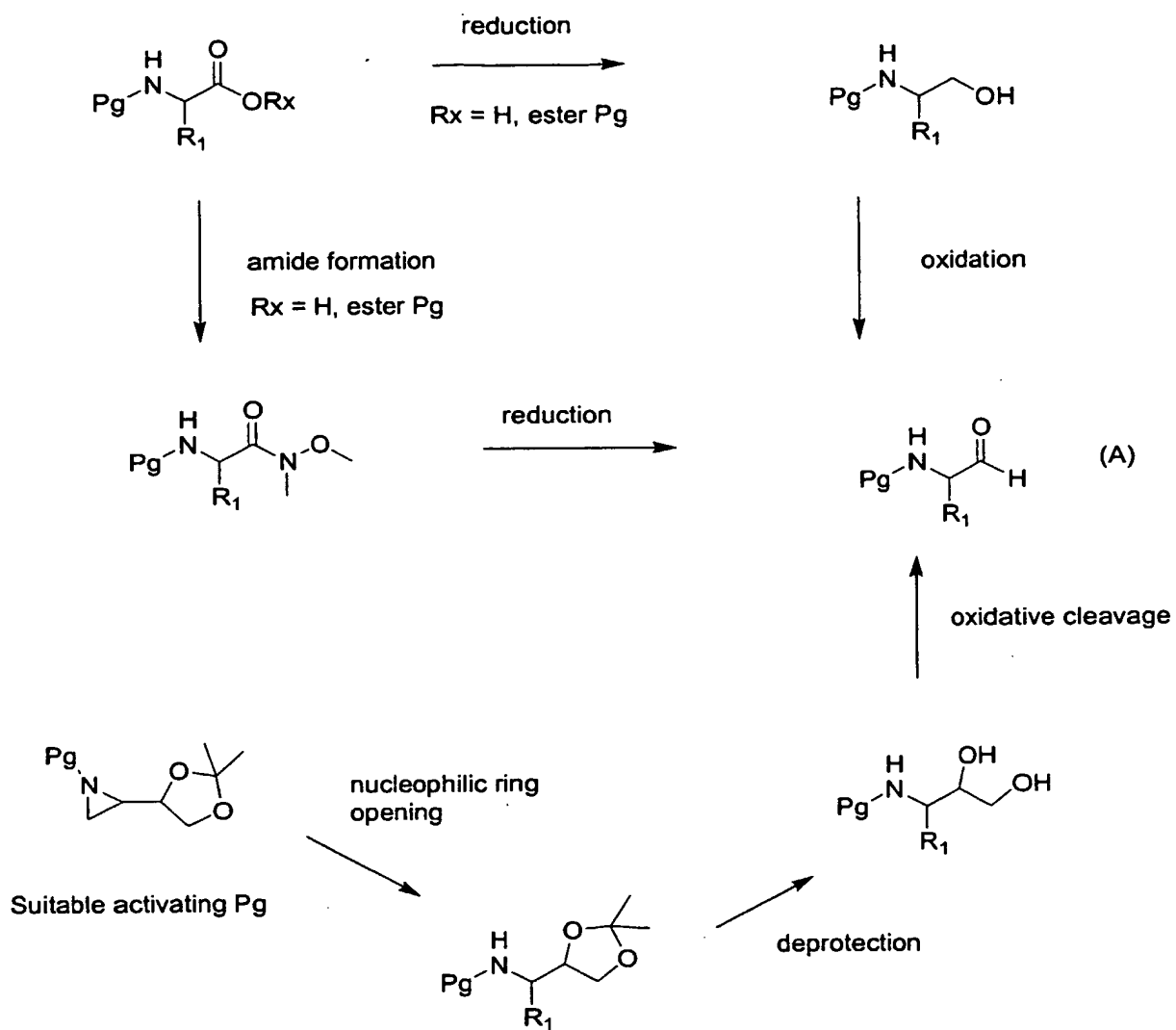
As shown in Scheme I, an N-protected  $\alpha$ -amino aldehyde (intermediate A) is synthesized from a known  $\alpha$ -amino acid or derivative thereof through methods known in the art. See, for example, *Chem. Rev.* **1989**, *89*, 149. Suitable protecting groups, as well as methods for their use, i.e., protection and deprotection, are described in Wuts & Green, *Protective Groups in Organic Synthesis*. 1st -3rd Ed.

As shown in Scheme II, an N-protected  $\alpha$ -amino aldehyde (intermediate B) can be synthesized from a known  $\alpha$ -amino acid or derivative thereof using methods known in the art. See, for example, *Chem. Rev.* **1989**, *89*, 149. Suitable protecting groups, as well as methods for their use, i.e., protection and deprotection, are described in Wuts & Green, *Protective Groups in Organic Synthesis*. 1st -3rd Ed.

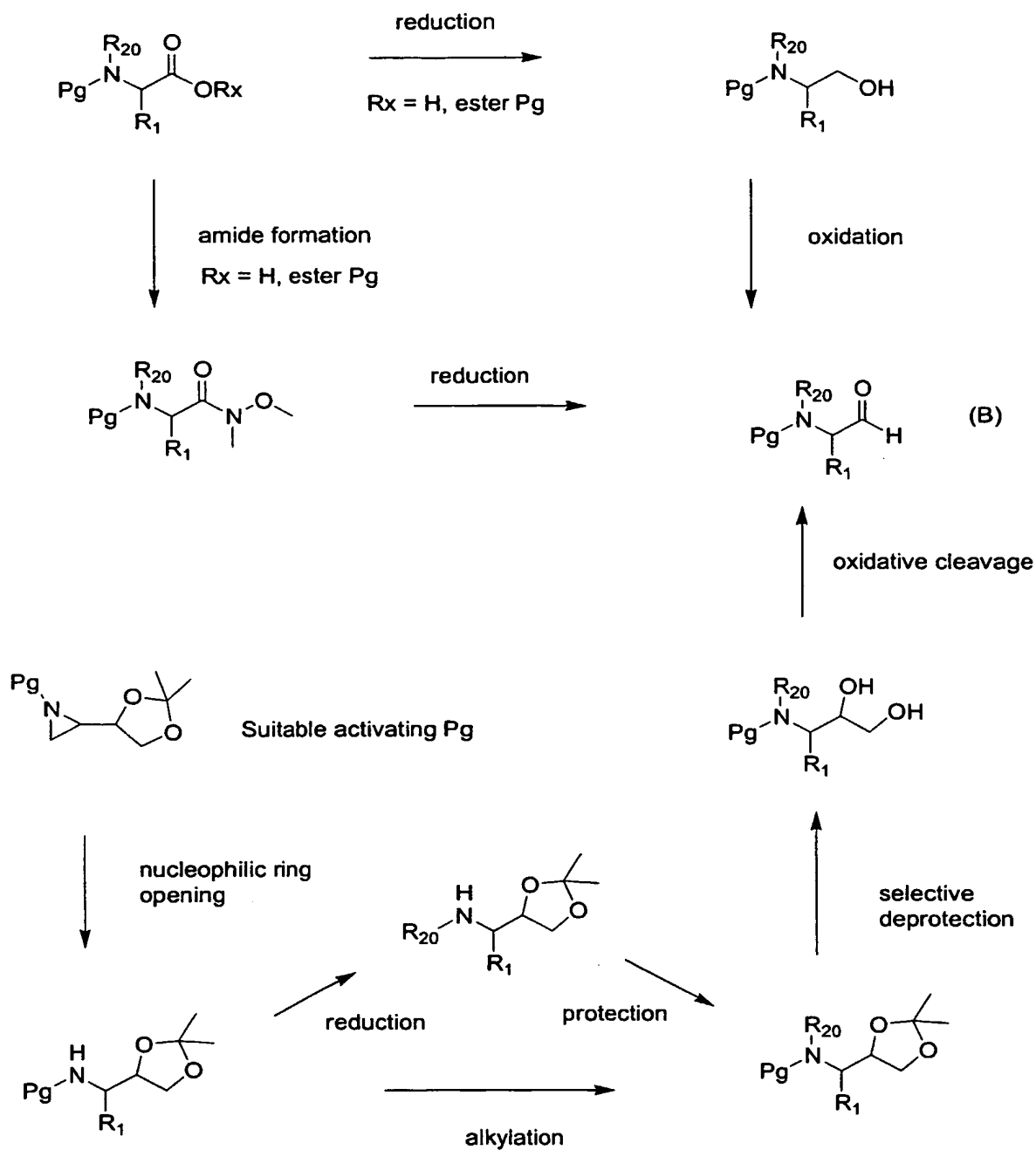
Literature procedures can be used to accomplish the transformations set forth in Schemes III-VI. See, for example, *J. Med. Chem.* **1989**, *32*, 1371-1378, *J. Med. Chem.* **1987**, *30*, 1729-1737, *J. Med. Chem.* **1991**, *34*, 2692-2701, *J. Med. Chem.* **1993**, *36*, 2788-2800, *Bioorg. Med. Chem. Lett.* **1999**, *7*, 2063-2072, *J. Org. Chem.* **2000**, *65*, 7609-7611.

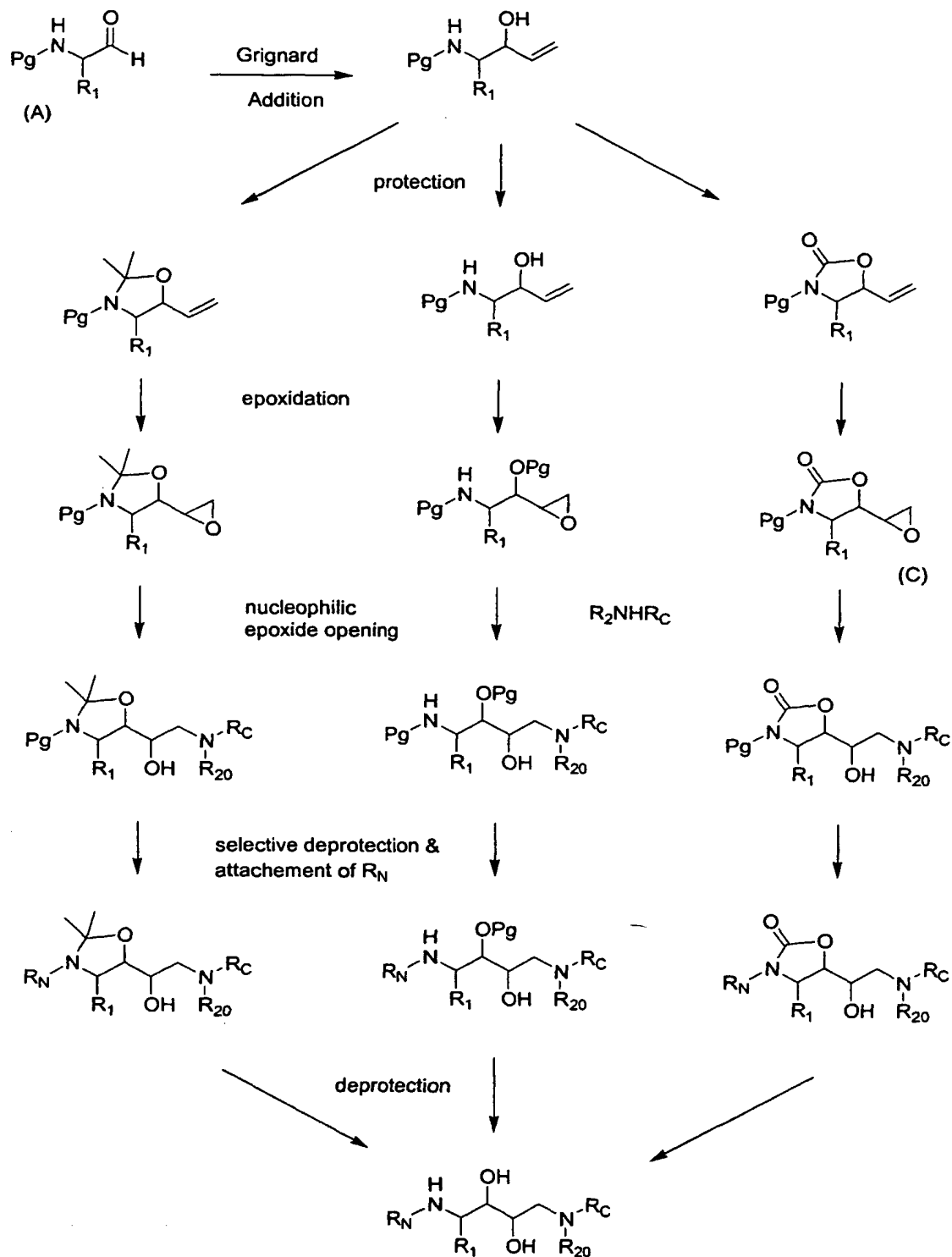
Literature procedures suitable for carrying out the transformations set forth in Scheme VII are found, for example, in *Chem. Pharm. Bull.* **1994**, *42*, 2164-2166.

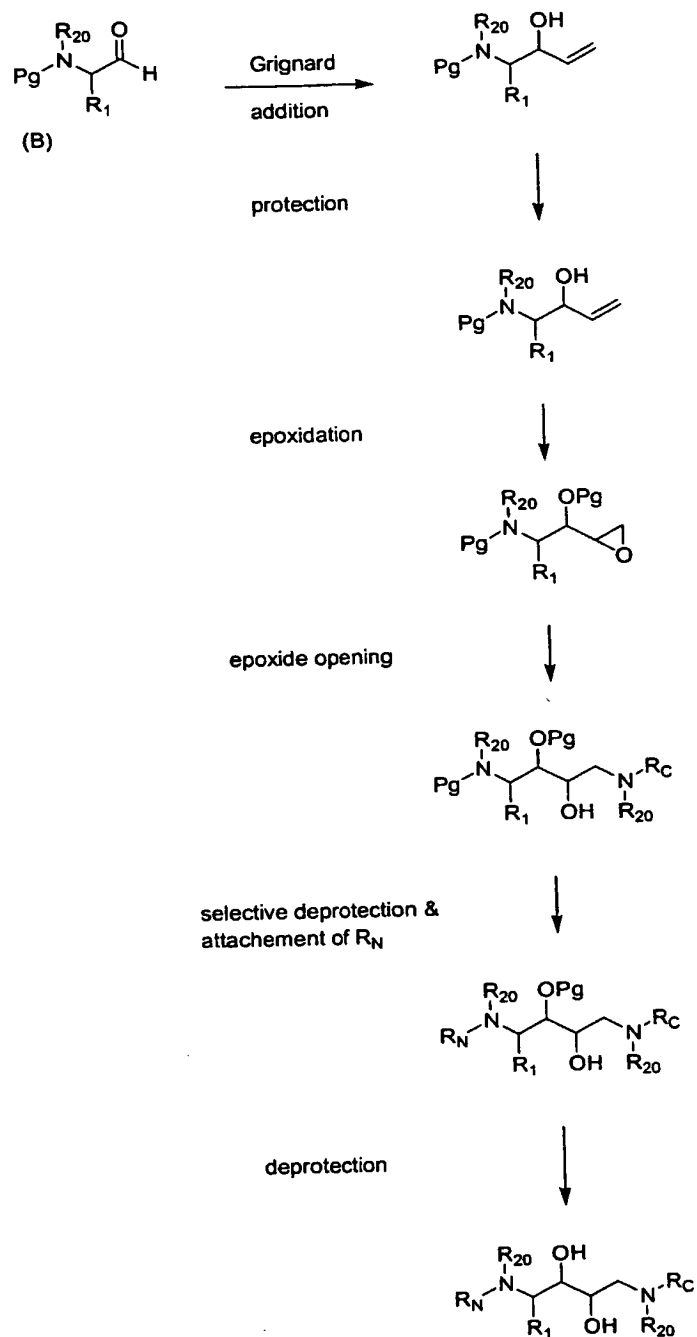
### Scheme I



## Scheme II

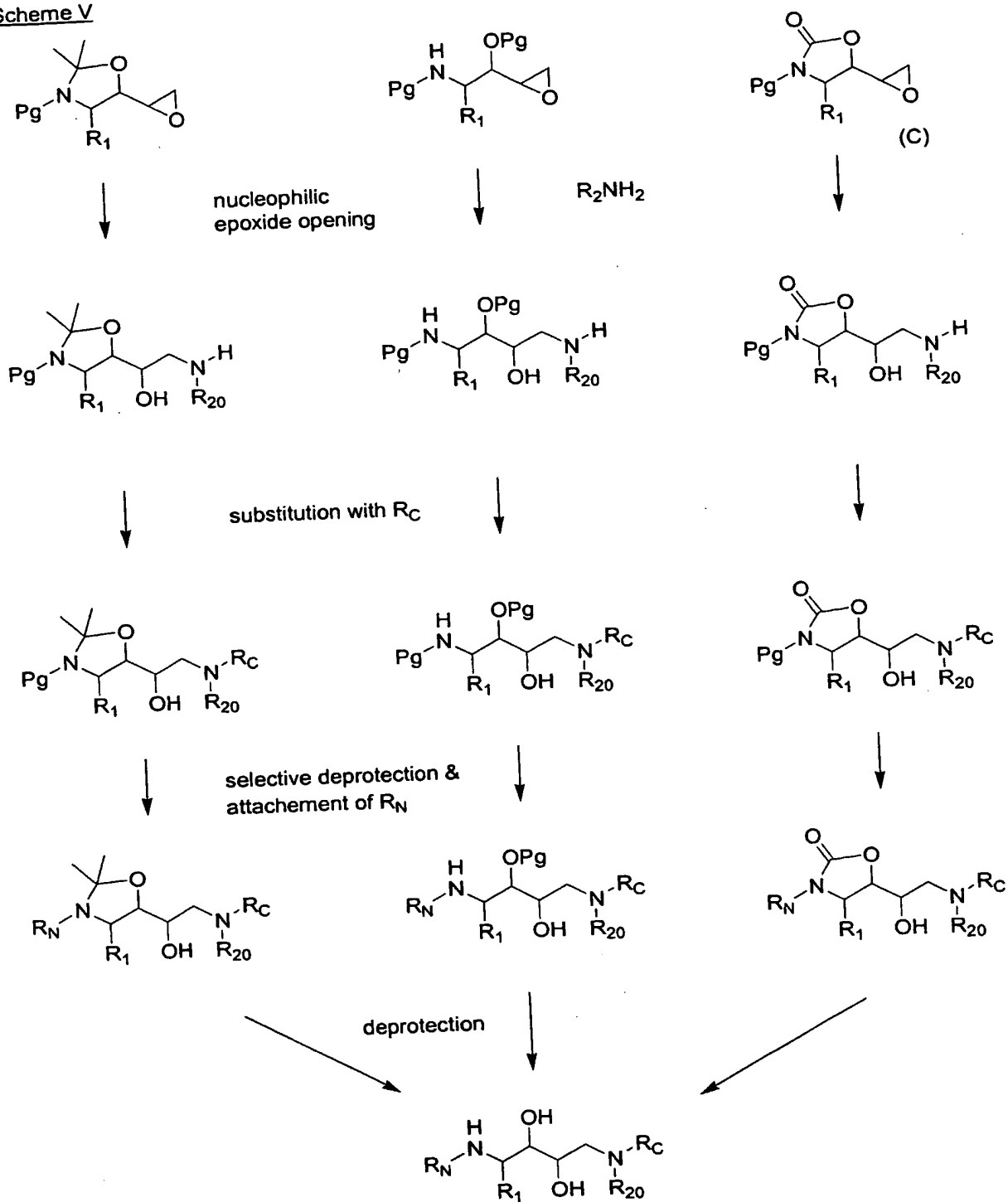




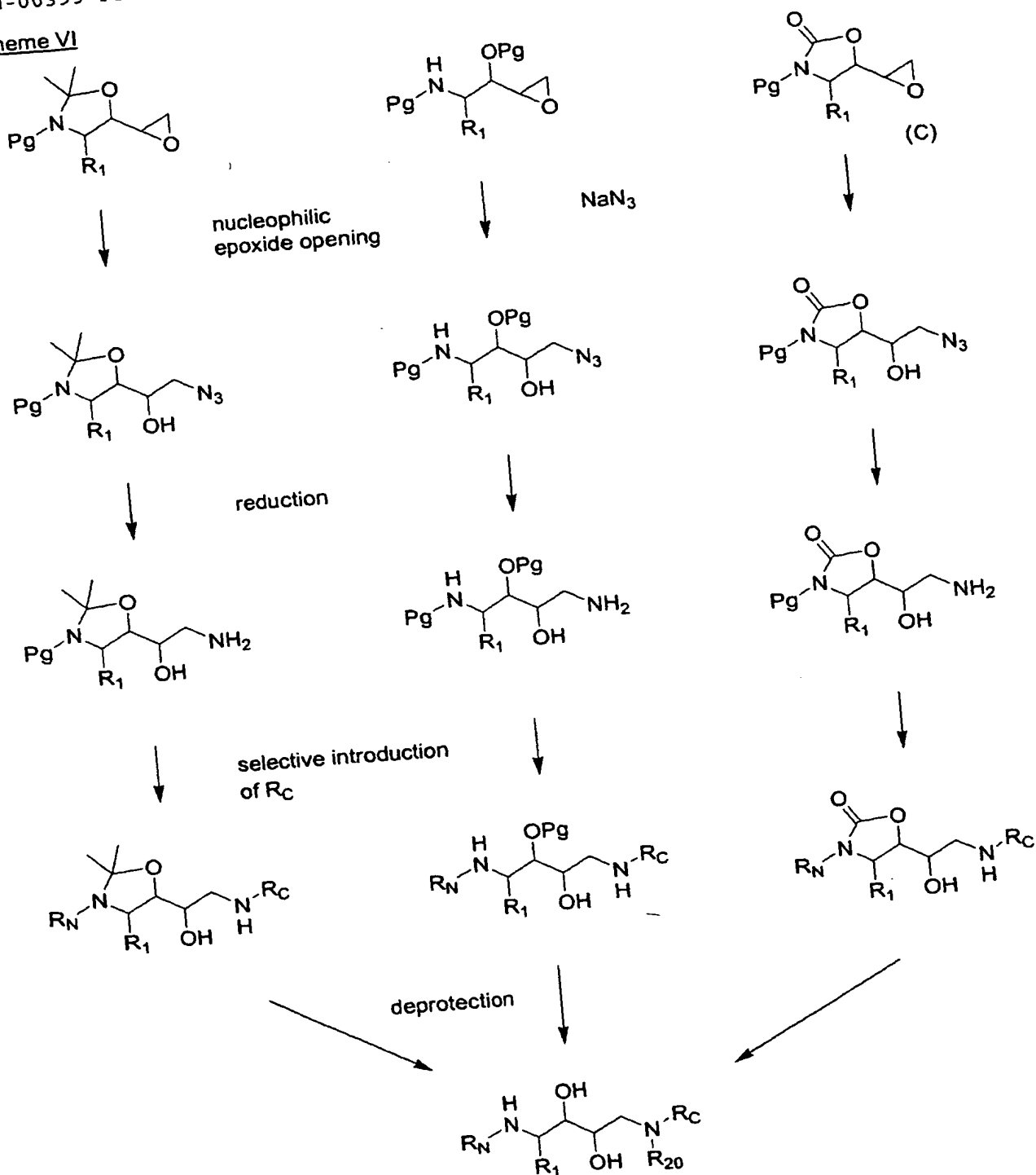


WO 03/043975

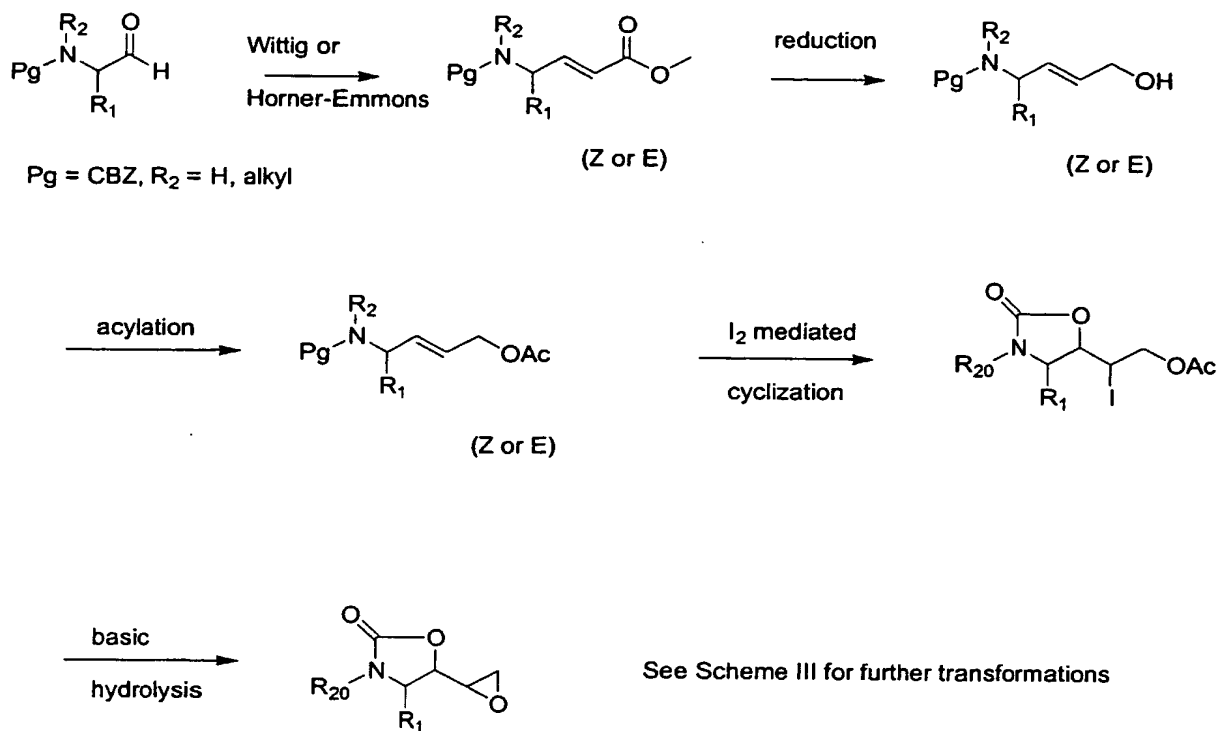
## Scheme V



Scheme VI



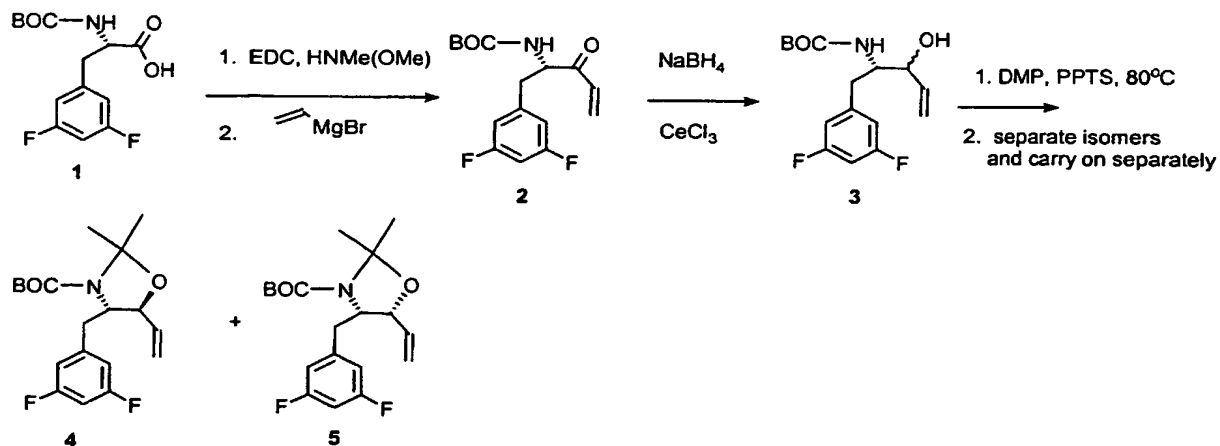
## Scheme VII



5

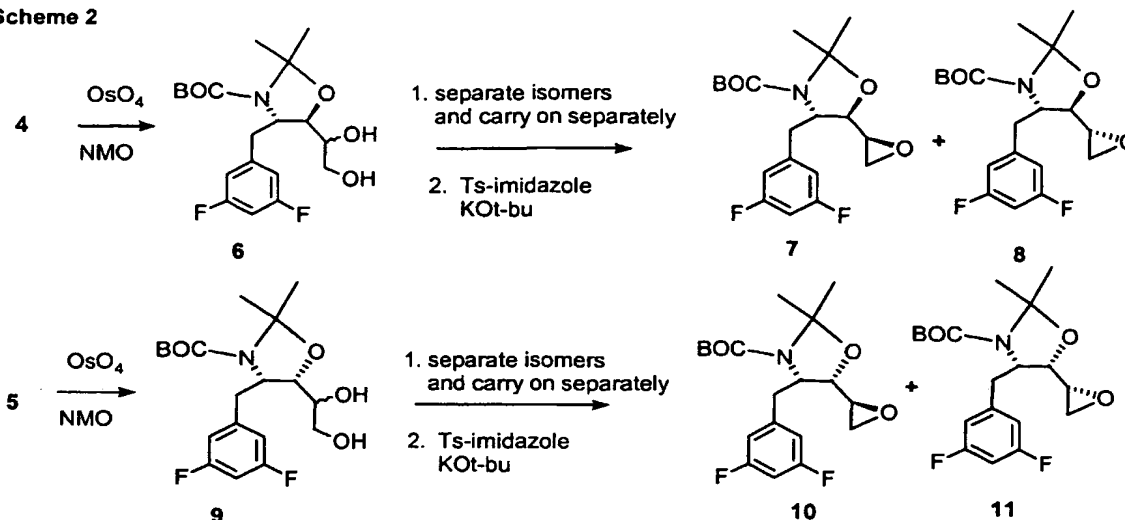
Additional examples of synthetic routes for preparing compounds of the invention are set forth below in Schemes 1- 6.

## Scheme 1



10

Scheme 2



A. Preparation of tert-butyl (1S)-1-(3,5-difluorobenzyl)-2-oxobut-3-enylcarbamate (2)

N-(tert-butoxycarbonyl)-3,5-difluoro-L-phenylalanine (1) is coupled to N-methyl-N-methoxylamine using the carbodimide EDC in the presence of HOBT in DMF. The "Weinreb" amide product (m.p. 48°C) is then treated with vinylmagnesium bromide in THF at 0°C for 2 hr. Workup provided vinyl ketone 2 (m.p. 115°C).

B. Preparation of tert-butyl (1S)-1-(3,5-difluorobenzyl)-2-hydroxybut-3-enylcarbamate (3)

Ketone (2) was reduced with sodium borohydride / cerium chloride (Luche conditions) in methanol at 0°C to provide the allylic alcohol 3 as a mixture of alcohol epimers (white solid).

C. Preparation of tert-butyl (4S,5S)-4-(3,5-difluorobenzyl)-2,2-dimethyl-5-vinyl-1,3-oxazolidine-3-carboxylate (4), and tert-butyl (4S,5R)-4-(3,5-difluorobenzyl)-2,2-dimethyl-5-vinyl-1,3-oxazolidine-3-carboxylate (5)

The mixture of alcohol epimers (3) is condensed with dimethoxypropane (10 eq.) and pyridinium p-toluenesulfonate (0.05 eq.) in toluene solvent at 75°C to afford 4 and 5, which were chromatographed apart to obtain the separated diastereomers. Alternatively, this reaction may be performed at 25°C for 3 hr and worked up; the alcohol that can form the trans-five-membered ring (i.e. 4) affords the acetonide product while the cis-ring acetonide will not form. Acetonide 4 may be

WO 03/043975

easily separated from the unreacted alcohol by crystallization or chromatography, after which the isolated alcohol may be converted to its cis-ring acetonide (5) under the more forcing acetalization conditions described above.

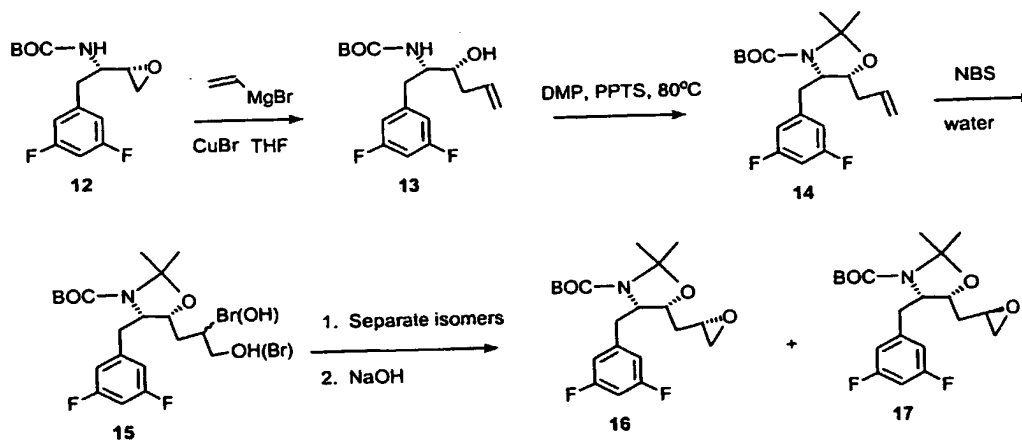
5 D. Preparation of tert-butyl (4S,5R)-4-(3,5-difluorobenzyl)-5-(1,2-dihydroxyethyl)-2,2-dimethyl-1,3-oxazolidine-3-carboxylate (6)

Olefins 4 and 5 were separately carried forward to epoxides 7, 8, 10, and 11 using similar conditions. Using 4 as an example, the olefin was treated with catalytic OsO<sub>4</sub> in the presence of NMO to obtain a mixture of diol isomers (6). The diols were separated on a ChiralPak AD column, eluting with 10% isopropanol in heptane. In an analogous fashion, olefin 5 was converted to diols 9 which were separated on a Whelk-01 column, eluting with 5% isopropanol in heptane.

15 E. Preparation of tert-butyl (4S,5R)-4-(3,5-difluorobenzyl)-2,2-dimethyl-5-[(2S)-oxiran-2-yl]-1,3-oxazolidine-3-carboxylate (7)

The diols synthesized and separated above were then separately treated with tosylimidazole / potassium t-butoxide to obtain the epoxides 7 and 8. The same procedure was used to obtain epoxides 10 and 11.

Scheme 3



F. Preparation of tert-butyl (1S,2R)-1-(3,5-difluorobenzyl)-2-hydroxypent-4-enylcarbamate (13)

Vinylmagnesium bromide was added to copper (I) bromide-dimethyl sulfide complex in tetrahydrofuran at low temperature.

- 5 Tert-butyl (1S)-2-(3,5-difluorophenyl)-1-[(2S)-oxiran-2-yl]ethylcarbamate (12) in tetrahydrofuran was added. At room temperature, the reaction was quenched with saturated ammonium chloride, extracted, and dried over sodium sulfate. A white solid (13) was obtained upon concentration.

10 G. Preparation of tert-butyl (4S,5R)-5-allyl-4-(3,5-difluorobenzyl)-2,2-dimethyl-1,3-oxazolidine-3-carboxylate (14)

Alcohol 13 was stirred in chloroform with pyridinium p-toulenesulfonate and 2,2-dimethoxypropane while heating to afford (14) as a tan solid after workup.

- 15 H. Preparation of tert-butyl (4S,5R)-5-(2-bromo-3-hydroxypropyl)-4-(3,5-difluorobenzyl)-2,2-dimethyl-1,3-oxazolidine-3-carboxylate and its regioisomer, tert-butyl (4S,5R)-5-(3-bromo-2-hydroxypropyl)-4-(3,5-difluorobenzyl)-2,2-dimethyl-1,3-oxazolidine-3-carboxylate (15)

- 20 Olefin 14 was stirred with N-bromosuccinimide in t-butanol and water, then quenched with sodium sulfite and extracted to afford (15) as all four bromohydrin regio- and stereoisomers.

I. Preparation of tert-butyl (4S,5R)-4-(3,5-difluorobenzyl)-2,2-dimethyl-5-(oxiran-2-ylmethyl)-1,3-oxazolidine-3-carboxylate (16 and 17)

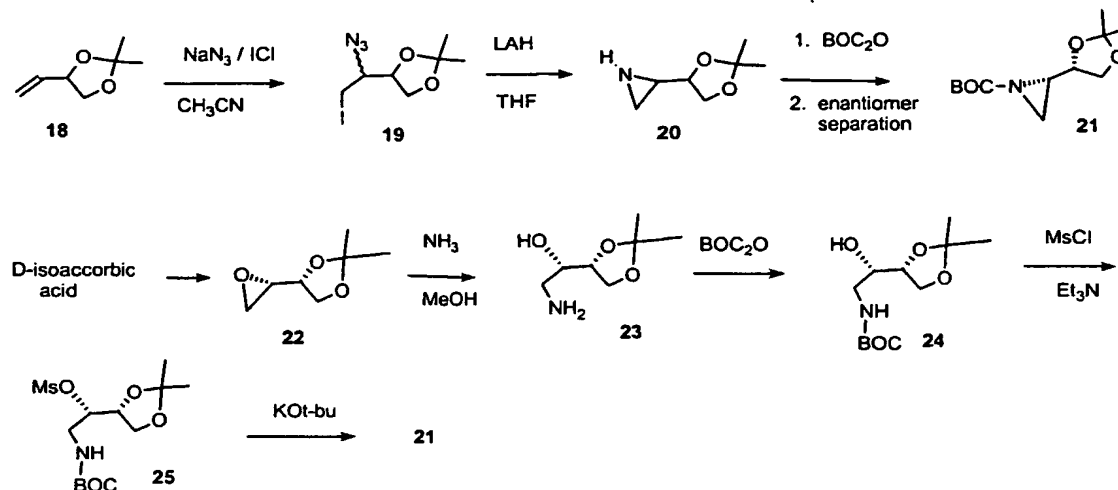
- 25 The mixture of bromohydrins (15) was dissolved in diethyl ether and a solution of potassium hydroxide in methanol was added and stirred. The reaction was extracted and organics were dried over sodium sulfate and concentrated to afford the two
- 30 diastereomeric epoxides as a mixture.

J. Preparative chiral HPLC to separate tert-butyl (4S,5R)-4-(3,5-difluorobenzyl)-2,2-dimethyl-5-[(2S)-oxiran-2-ylmethyl]-1,3-oxazolidine-3-carboxylate and tert-butyl (4S,5R)-4-(3,5-difluorobenzyl)-2,2-dimethyl-5-[(2R)-oxiran-2-ylmethyl]-1,3-oxazolidine-3-carboxylate (16 and 17)

35

The mixture of diastereomers (16 and 17) was separated by preparative chiral HPLC on a Whelk-O 1 column to obtain (16) and (17) as white solids.

**Scheme 4:** Preparation of enantiomerically pure aziridine intermediate



5

#### K. Preparation of 4-(1-azido-2-iodoethyl)-2,2-dimethyl-1,3-dioxolane (19)

Iodine monochloride (1.15 eq.) is added to a slurry of sodium azide (2.3 eq.) in acetonitrile. Olefin 18 is then added to this slurry and stirred overnight. The reaction was cooled in an ice bath and then extracted with ether and aqueous sodium sulfite, aqueous sodium bicarbonate, and water. The product was obtained as a liquid and carried on to the next step without additional purification.

#### L. Preparation of 2-(2,2-dimethyl-1,3-dioxolan-4-yl)aziridine (20)

Iodoazide 19 was added as a methyl t-butyl ether (MTBE) solution to LAH in MTBE at a slow rate such that the solvent undergoes very mild reflux. At the completion of the azide addition, the reaction is stirred overnight and then worked up by the addition of 4 n mL water and n mL 2 N aq. sodium hydroxide solution for every n g of LAH used. The slurry was filtered and the ethereal solution of 20 carried on the next step.

M. Preparation of racemic tert-butyl 2-(2,2-dimethyl-1,3-dioxolan-4-yl)aziridine-1-carboxylate (21) from 20

Aziridine 20 is treated with  $\text{BOC}_2\text{O}$  to obtain the N-BOC aziridine (21). The solvent is removed to afford this product  
5 as four stereoisomers (liquid).

N. Chiral purification of enantiomerically pure tert-butyl (2S)-2-[(4S)-2,2-dimethyl-1,3-dioxolan-4-yl]aziridine-1-carboxylate (21) from racemic 21

The mixture of stereoisomers were separated using a  
10 Chiralpak AD column using 5% isopropanol/heptane. The desired S,S-enantiomer, a liquid, possessed a specific rotation of  $[\alpha]_D^{25} = -49^\circ$  ( $c=0.82$ , MeOH).

O. Preparation of (1S)-2-amino-1-[(4R)-2,2-dimethyl-1,3-dioxolan-4-yl]ethanol (23)

Epoxide 22 was prepared (Y. L. Merrer et al., *Tetrahed. Lett.* 1988, 31, 1003; M. Pottie et al. 1991, 2, 329; A.H. Al-Hakim et al., *Synthesis*, 1985, 207) from inexpensive and enantiomerically pure D-isoascorbic acid. The epoxide was  
20 dissolved in a large excess of methanol and added to a large volume of a saturated solution of ammonia in methanol and allowed to stand for 24 hr. The solvent was evaporated to afford the aminoalcohol 23.

P. Preparation of tert-butyl (2S)-2-[(4R)-2,2-dimethyl-1,3-dioxolan-4-yl]-2-hydroxyethylcarbamate (24)

Aminoalcohol 23 was dissolved in THF and  $\text{BOC}_2\text{O}$  was added and stirred for several hrs. The solvent was removed and the product purified using silica gel chromatography.

Q. Preparation of (1S)-2-[(tert-butoxycarbonyl)amino]-1-[(4R)-2,2-dimethyl-1,3-dioxolan-4-yl]ethyl methanesulfonate (25).

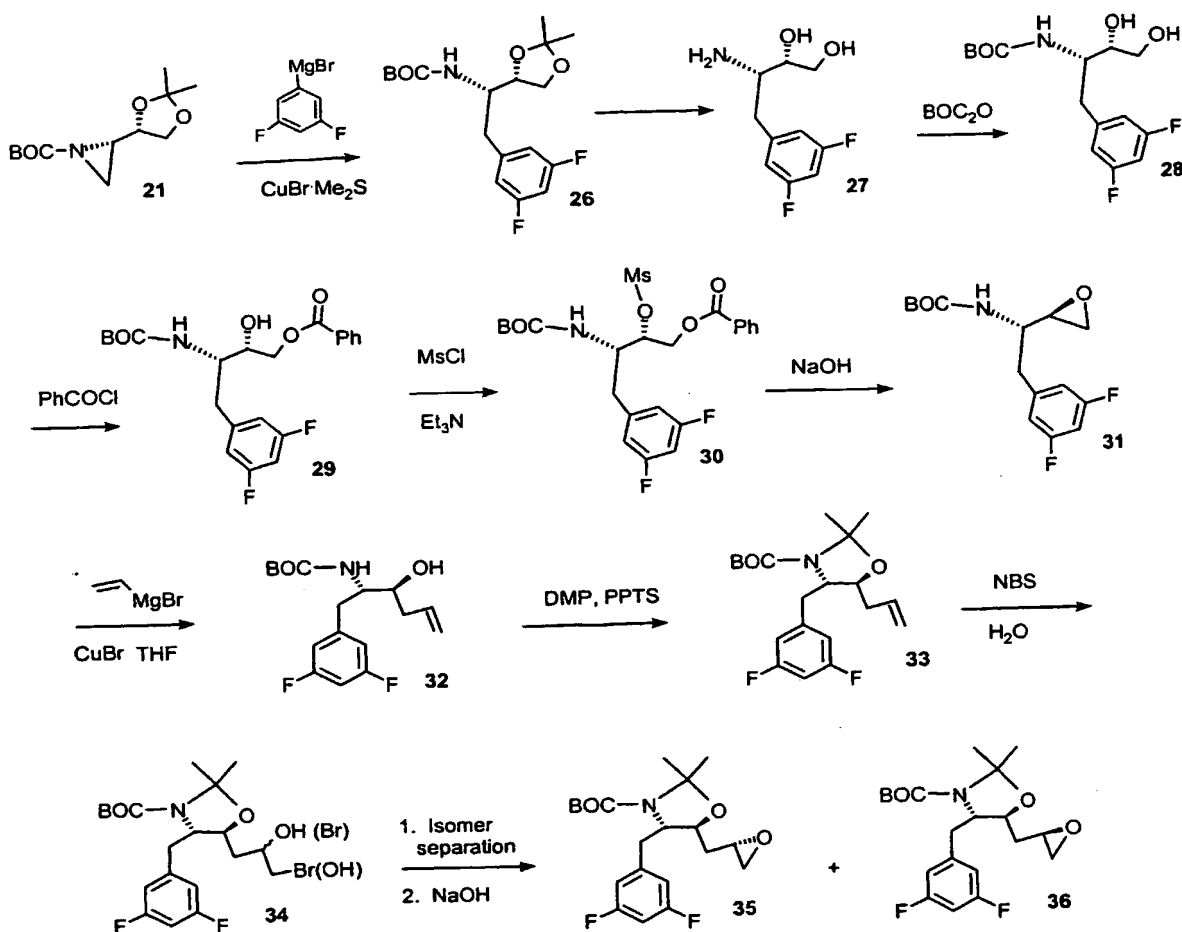
Alcohol 24 was dissolved in dichloromethane and cooled to  $0^\circ$ . Triethylamine and methanesulfonyl chloride were added and the solution stirred until the reaction was completed. The solution was extracted and the solvent removed to obtain the mesylate

(25) which was purified using silica gel column chromatography. Solvent removal afforded a liquid.

Q. Preparation of tert-butyl 2-(2,2-dimethyl-1,3-dioxolan-4-yl)aziridine-1-carboxylate (21) from 25

- 5 Mesylate 25 was dissolved in THF and cooled to  $-40^{\circ}$ . A solution of potassium t-butoxide in THF was added (1 eq.) and the solution stirred for 30 min. The reaction was extracted with ether and water and the solvent removed. A simple purification using silica gel chromatography afforded the BOC-protected aziridine 21 as a clear liquid, identical in
- 10 properties to the material synthesized using the alternative procedure described in Scheme 4.

Scheme 5.



R. Preparation of tert-butyl (1S)-2-(3,5-difluorophenyl)-1-[(4S)-2,2-dimethyl-1,3-dioxolan-4-yl]ethylcarbamate (26)

BOC-Aziridine (21), copper bromide-dimethyl sulfide (0.15 eq.), and THF were cooled to -20° and (3,5-difluorophenyl)magnesium bromide (1.25 eq.) in THF was added. The reaction was allowed to warm to 20° and stir overnight. The reaction was extracted and the solvent removed to afford the crude product (26) as a syrup.

S. Preparation of (2S,3S)-3-amino-4-(3,5-difluorophenyl)butane-1,2-diol (27)

Crude 26 was dissolved in methanol and a polystyrene resin containing a 5 meq. / gram loading of sulfonic acid functionality was added (4 eq. of sulfonic acid functionality / mmol starting BOC-aziridine). The slurry was heated to 55° and gently shaken for three hrs. The cooled slurry was filtered and the resin washed with MeOH. A 4 M solution of ammonia in MeOH was then used to wash to resin to elute off aminodiol 27. Solvent removal afforded 27 in pure form, m.p. = 93°.

T. Preparation of tert-butyl (1S,2S)-1-(3,5-difluorobenzyl)-2,3-dihydroxypropylcarbamate (28)

Aminodiol 27 was dissolved in THF and BOC<sub>2</sub>O was added and stirred overnight. Solvent removal afforded 28, which was carried directly into the next step; analytical sample m.p. = 122°.

U. Preparation of (2S,3S)-3-[(tert-butoxycarbonyl)amino]-4-(3,5-difluorophenyl)-2-hydroxybutyl benzoate (29)

BOC-Protected aminodiol 28 was dissolved in dichloromethane with triethylamine and cooled to 0°. Benzoylchloride (1.0 eq.) was added and the solution stirred until all of the starting material was consumed. After extraction, the benzoyl ester (29) was purified using silica gel chromatography.

V. Preparation of (2S,3S)-3-[(tert-butoxycarbonyl)amino]-4-(3,5-difluorophenyl)-2-[(methylsulfonyl)oxy]butyl benzoate (30)

Benzoyl ester 29 was dissolved in dichloromethane with triethylamine and cooled to 0°. Methanesulfonylchloride was

added and the solution stirred for 3 hr. The solution was extracted and the mesylate product obtained as a thick oil.

5 W. Preparation of tert-butyl (1S)-2-(3,5-difluorophenyl)-1-[(2R)-oxiran-2-yl]ethylcarbamate (31)

Mesylate 30 was dissolved in methanol/water at 0° and a solution of sodium hydroxide in water was added. After all of the starting material was consumed, the reaction was extracted and the residue purified using silica gel chromatography to  
10 obtain epoxide 31 as a white solid, m.p. = 99°.

X. Preparation of tert-butyl (1S,2S)-1-(3,5-difluorobenzyl)-2-hydroxypent-4-enylcarbamate (32)

Vinylmagnesium bromide was added to copper (I) bromide-dimethyl sulfide complex in tetrahydrofuran at low temperature.  
15 Tert-butyl (1S)-2-(3,5-difluorophenyl)-1-[(2R)-oxiran-2-yl]ethylcarbamate (31) in tetrahydrofuran was added. At room temperature, the reaction was quenched with saturated ammonium chloride, extracted, and dried over sodium sulfate. A white solid (32) was obtained upon concentration.

20 Y. Preparation of tert-butyl (4S,5S)-5-allyl-4-(3,5-difluorobenzyl)-2,2-dimethyl-1,3-oxazolidine-3-carboxylate (33)

Alcohol (32) was stirred in chloroform with pyridinium p-toulenesulfonate and 2,2-dimethoxypropane to afford (33) as an amber oil after workup.

25 Z. Preparation of tert-butyl (4S,5S)-5-(3-bromo-2-hydroxypropyl)-4-(3,5-difluorobenzyl)-2,2-dimethyl-1,3-oxazolidine-3-carboxylate and tert-butyl (4S,5S)-5-(2-bromo-3-hydroxypropyl)-4-(3,5-difluorobenzyl)-2,2-dimethyl-1,3-oxazolidine-3-carboxylate (34)

30 Olefin (33) was stirred with N-bromosuccinimide in t-butanol and water, then quenched with sodium sulfite and extracted to afford 34 as a mixture of all four bromohydrin regio- and stereoisomers.

AA. Preparative Chiral HPLC to separate the four isomeric bromohydrins (i.e. 34)

The regio and stereoisomers depicted by (34) were largely separated by preparative HPLC on a Chiralpak AD column and then  
5 underwent additional purification on a Whelk-O (R,R) column. All four bromohydrins were separated and carried on separately.

BB. Preparation of tert-butyl (4S,5S)-4-(3,5-difluorobenzyl)-2,2-dimethyl-5-[(2S)-oxiran-2-ylmethyl]-1,3-oxazolidine-3-carboxylate (35) and tert-butyl (4S,5S)-4-(3,5-difluorobenzyl)-  
10 2,2-dimethyl-5-[(2R)-oxiran-2-ylmethyl]-1,3-oxazolidine-3-carboxylate (36)

The four isomeric bromohydrins (34) were separately dissolved in diethyl ether and treated with a solution of potassium hydroxide in methanol. The reactions were extracted  
15 and organics were dried over sodium sulfate and concentrated to obtain (35) and (36) as oils after identical isomers were combined.

Preparation of analogs from epoxide intermediates

General Procedures 1 to 6 below were used to prepare the  
20 analogs from epoxide reagents 37 and 44.

General Procedure 1: Opening Epoxide Reagents with Alcohols to Prepare Ethers

Epoxide 37 in dichloromethane was added to the alcohol reagent with catalytic ytterbium trifluoromethanesulfonate and  
25 agitated while heating to afford the crude ether product (38). Excess DOWEX 50WX2-400 ion-exchange resin (~ 3-6 eq.) and methanol were added and the reactions were heated for 2 hr. A small amount of water was added and the reactions were heated for an additional 1-3 hours. Alternating washes of the resin  
30 with dichloromethane and methanol followed by elution of the product with a solution of 4 M ammonia in methanol afforded the amino diol products (39).

General Procedure 2: Opening Epoxide Reagents with Alcohols to Prepare Ethers

Aromatic alcohols (phenols, etc.) were reacted using potassium t-butoxide in THF. Excess DOWEX 50WX2-400 ion-exchange resin (~3-6 eq.) and methanol were added and the reactions were heated for 2 hr. A small amount of water was added and the reactions were heated for an additional 1-3 hours. Alternating washes of the resin with dichloromethane and methanol followed by elution of the product with a solution of ammonia methanol afforded the amino diol products (39).

General Procedure 3: Acylating Amines to Prepare Amides

10 Amine 39 was dissolved in dichloromethane with HOBT (1.5 eq.) and the carbodimide EDC was added (1.5 eq.) with the carboxylic acid (1.2 eq.). The solution was stirred for several hours and then between two and six "nitrogen" equivalents, preferably four equivalents, of commercially available  
15 "trisamine" resin (polystyrene bound tris(2-aminoethyl)amine, obtained from Aldrich, Inc.) was added. This slurry was agitated for several hours. Into the same reaction container was then added three to seven equivalents, preferably four equivalents of DOWEX-50WX2-200 sulfonic acid functionalized  
20 polystyrene resin and a similar quantity of a DOWEX or Amberlite strongly basic ion exchange resin such as DOWEX 1X2-400, IRA-900, or IRA-400 (converted into the hydroxide counterion form prior to using) with methanol. After agitation for several hours, the slurry was filtered and rinsed with methanol. After  
25 solvent removal the amide product was obtained.

General Procedure 4: Acylating Amines to Prepare Amides

Amine 42 was treated with the carbodimide DIC (1.5 eq.), HOBT (1.5 eq.), and the carboxylic acid (1.5 eq.) in THF. The solution was stirred for several hours and then between two and  
30 six "nitrogen" equivalents, preferably four equivalents, of commercially available "trisamine" resin (polystyrene bound tris(2-aminoethyl)amine, obtained from Aldrich, Inc.) was added. This slurry was agitated for several hours. Into the same reaction container was then added three to seven equivalents,  
35 preferably four equivalents, of DOWEX-50WX2-200 sulfonic acid

resin and methanol. The slurry was agitated for one hour and then filtered and washed with methanol. The product was eluted with a solution of 4 M ammonia in methanol. Solvent removal afforded the amide product (43).

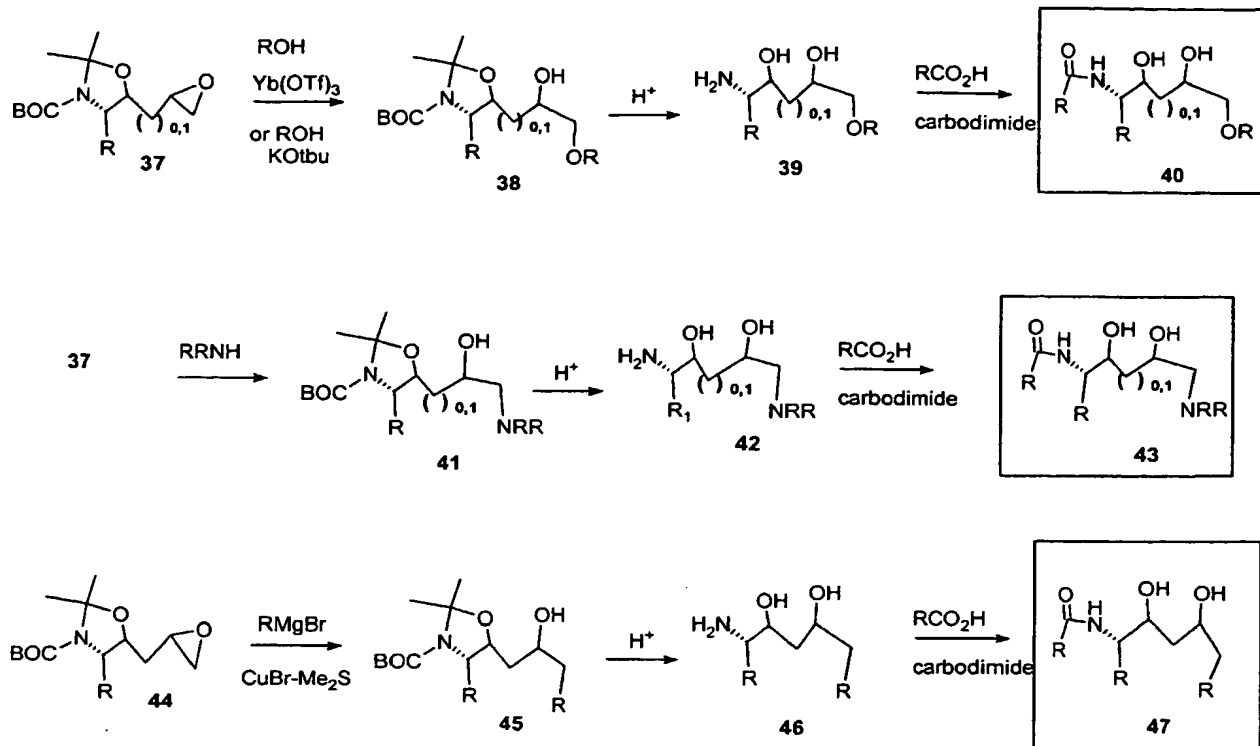
5 General Procedure 5: Opening Epoxide Reagents with Amines

Epoxide 37 was dissolved in 2-propanol and the amine reagent was added (1-2 eq.). The solution was stirred for several hours and then the solvent was removed and the aminoalcohol product purified by silica gel chromatography. The  
10 alcohol product (41) was dissolved in methanol in the presence of DOWEX-50W-X2400 sulfonic acid resin (3-6 eq.) and heated to 55° for three hours. A small volume of water was added and the slurry was agitated for an additional 3 hr. The slurry was filtered and washed with methanol. The resin was eluted with 4  
15 M ammonia in methanol to obtain the diaminodiol product (42).

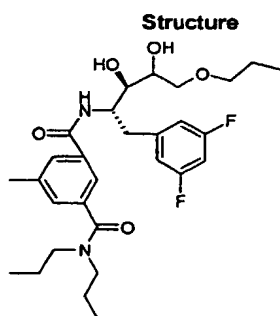
General Procedure 6: Opening Epoxide Reagents with Organomagnesium Reagents

Epoxide 44 was dissolved in THF with copper bromide-dimethylsulfide (0.15 eq.) and cooled to -40°. The  
20 organomagnesium reagent ("Grignard" reagent) was added and the solution stirred for several hours, allowing the solution to slowly warm to 0°. After the starting epoxide was consumed, the reaction was quenched with aqueous saturated ammonium chloride solution and extracted with ether, water, etc. The crude  
25 alcohol product (45) was dissolved in methanol in the presence of DOWEX-50W-X2400 sulfonic acid resin (3-6 eq.) and heated to 55° for three hours. A small volume of water was added and the slurry was agitated for an additional 3 hr. The slurry was filtered and washed with methanol. The resin was eluted with 4  
30 M ammonia in methanol to obtain the aminodiol (46).

Scheme 6.

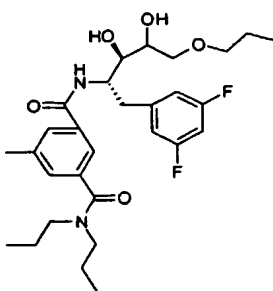


The invention is illustrated further by the following examples, which have been prepared in accordance with the above procedures; these examples are not to be construed as limiting the invention in scope or spirit to the specific procedures described in them.



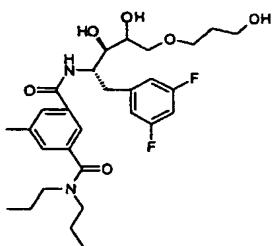
**Compound Name(s)**  
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-propyl-L-  
threo-pentitol

**Obs (m+H)**  
535.4



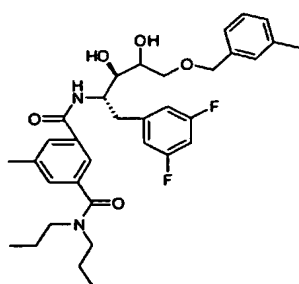
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-propyl-L-  
threo-pentitol

535.4



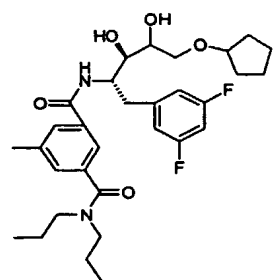
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-(3-  
hydroxypropyl)-L-threo-pentitol

551.6



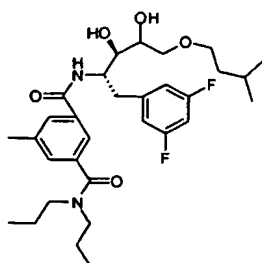
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-(3-  
methylbenzyl)-L-threo-pentitol

597.2



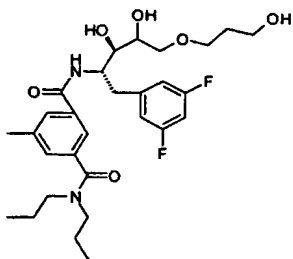
5-O-cyclopentyl-1,2-dideoxy-1-(3,5-  
difluorophenyl)-2-({3-  
[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-L-threo-pentitol

561.8



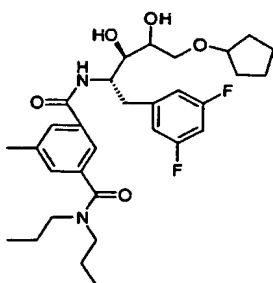
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-O-isopentyl-  
L-threo-pentitol

563.6



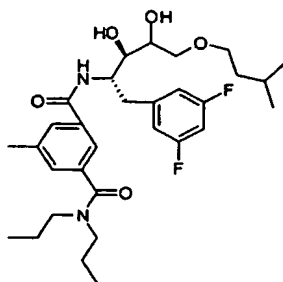
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-O-(3-  
hydroxypropyl)-L-threo-pentitol

551.4



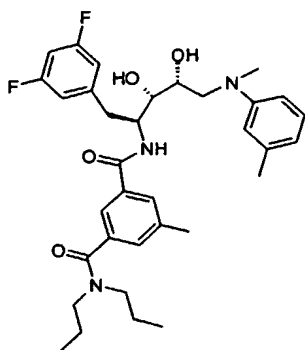
5-O-cyclopentyl-1,2-dideoxy-1-(3,5-  
difluorophenyl)-2-((3-  
[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-L-threo-pentitol

561.4



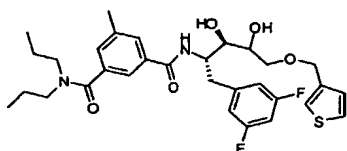
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-O-isopentyl-  
L-threo-pentitol

563.6



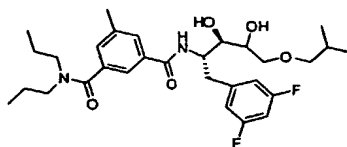
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-(methyl(3-  
methylphenyl)amino)-D-ribose

596.2



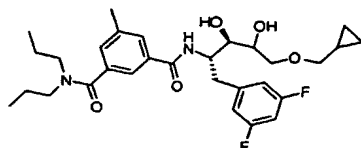
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-(thien-3-  
ylmethyl)-L-threo-pentitol

589.6



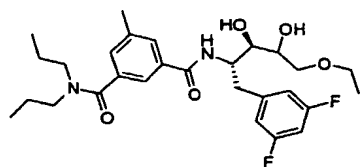
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-isobutyl-L-  
threo-pentitol

549.9



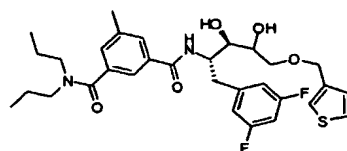
5-O-(cyclopropylmethyl)-1,2-dideoxy-  
1-(3,5-difluorophenyl)-2-((3-  
((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-L-threo-pentitol

547.7



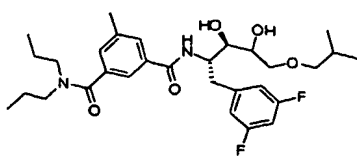
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-ethyl-L-  
threo-pentitol

521.6



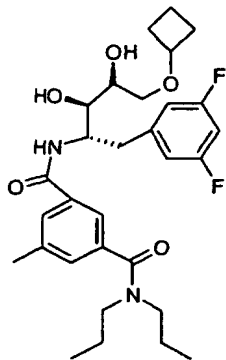
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-(thien-3-  
ylmethyl)-L-threo-pentitol

589.7



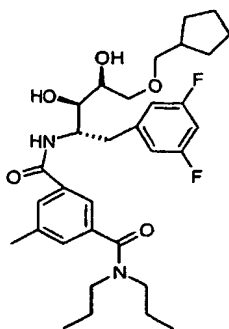
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
{3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-isobutyl-L-  
threo-pentitol

549.8



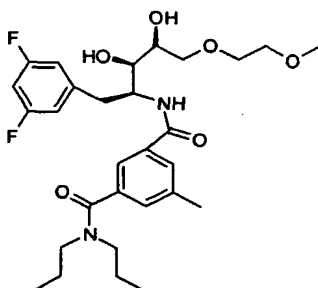
5-O-cyclobutyl-1,2-dideoxy-1-(3,5-  
difluorophenyl)-2-({3-  
[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-D-xylitol

547.4



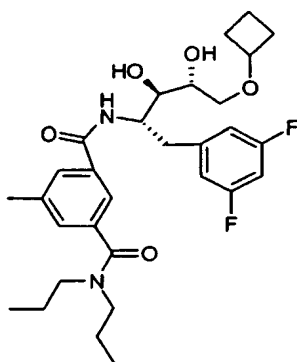
5-O-(cyclopentylmethyl)-1,2-dideoxy-  
1-(3,5-difluorophenyl)-2-({3-  
[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-D-xylitol

575.5



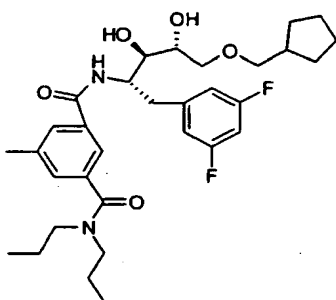
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
{3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-(2-  
methoxyethyl)-D-xylitol

551.4



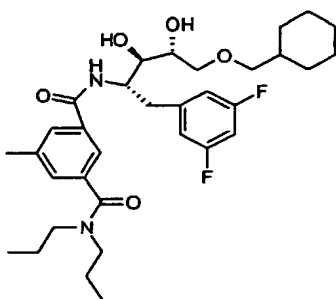
5-O-cyclobutyl-1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-D-xylitol

547.4



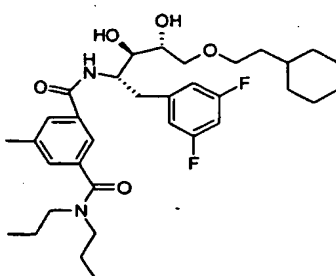
5-O-(cyclopentylmethyl)-1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-D-xylitol

575.5



5-O-(cyclohexylmethyl)-1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-D-xylitol

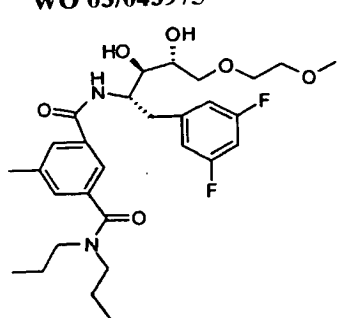
589.5



5-O-(2-cyclohexylethyl)-1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-D-xylitol

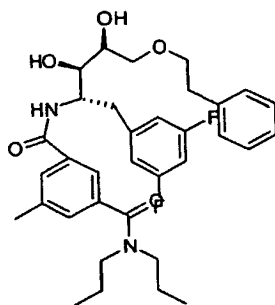
603.5

WO 03/043975



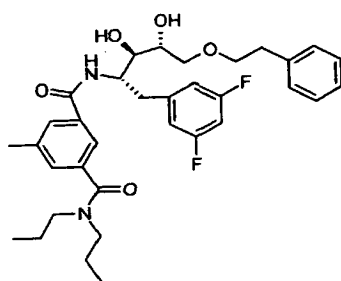
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-(2-  
methoxyethyl)-D-xylitol

551.5



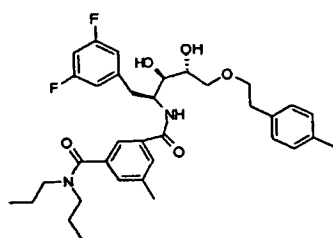
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-(2-  
phenylethyl)-D-xylitol

597.4



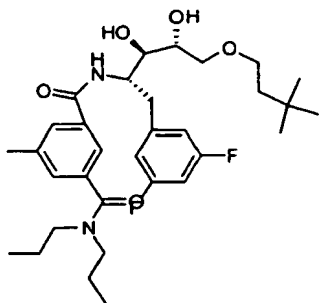
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-(2-  
phenylethyl)-D-xylitol

597.4



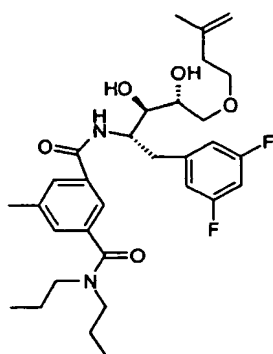
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-(2-(4-  
methylphenyl)ethyl)-D-xylitol

611.4



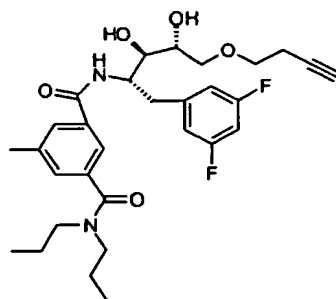
1,2-dideoxy-1-(3,5-difluorophenyl)-5-O-(3,3-dimethylbutyl)-2-((3-((dipropylamino)carbonyl)-5-methylbenzoyl)amino)-D-xylitol

577.4



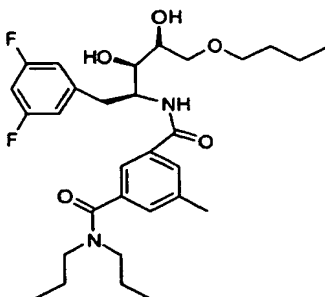
1,2-dideoxy-1-(3,5-difluorophenyl)-2-((3-((dipropylamino)carbonyl)-5-methylbenzoyl)amino)-5-O-(3-methylbut-3-enyl)-D-xylitol

561.4



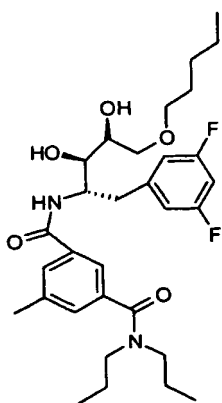
5-O-but-3-ynyl-1,2-dideoxy-1-(3,5-difluorophenyl)-2-((3-((dipropylamino)carbonyl)-5-methylbenzoyl)amino)-D-xylitol

545.4



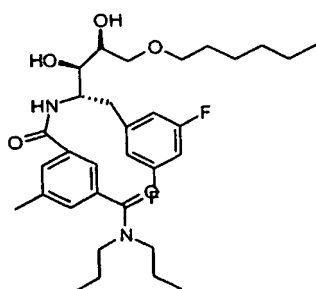
5-O-butyl-1,2-dideoxy-1-(3,5-difluorophenyl)-2-((3-((dipropylamino)carbonyl)-5-methylbenzoyl)amino)-D-xylitol

549.4



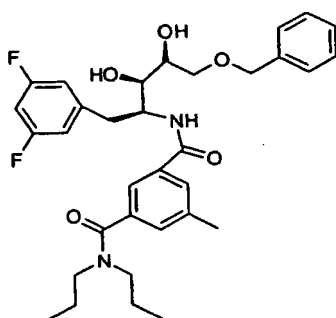
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-pentyl-D-  
xylitol

563.4



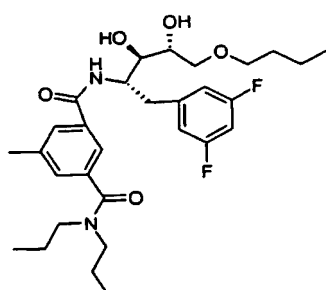
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-hexyl-D-  
xylitol

577.4



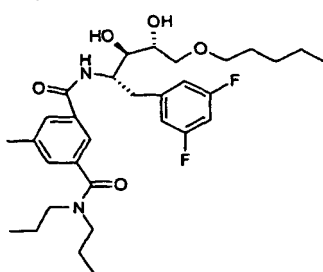
5-O-benzyl-1,2-dideoxy-1-(3,5-  
difluorophenyl)-2-((3-  
((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-D-xylitol

583.4



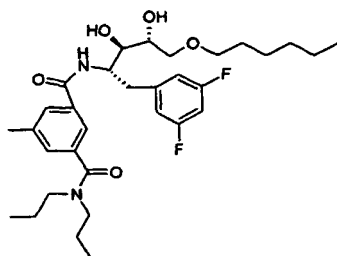
5-O-butyl-1,2-dideoxy-1-(3,5-  
difluorophenyl)-2-((3-  
((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-D-xylitol

549.4



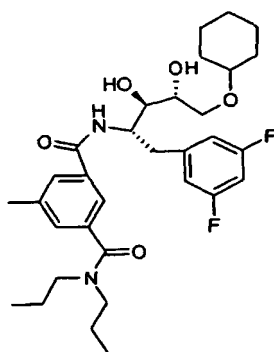
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-pentyl-D-  
xylitol

563.4



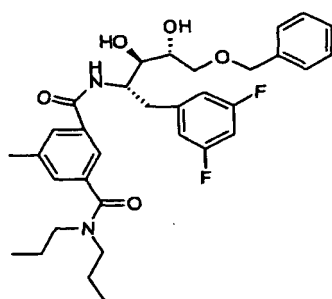
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-hexyl-D-  
xylitol

577.4



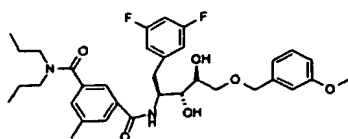
5-O-cyclohexyl-1,2-dideoxy-1-(3,5-  
difluorophenyl)-2-((3-  
((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-D-xylitol

575.4



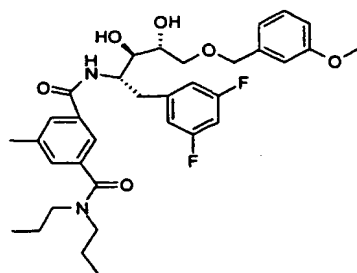
5-O-benzyl-1,2-dideoxy-1-(3,5-  
difluorophenyl)-2-((3-  
((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-D-xylitol

583.4



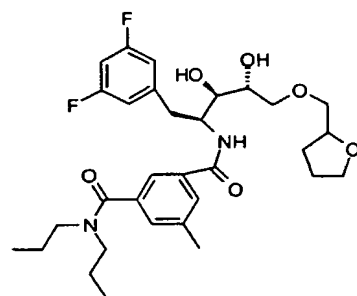
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
(3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-O-(3-  
methoxybenzyl)-D-xylitol

613.4



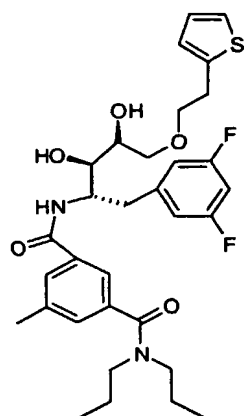
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
(3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-O-(3-  
methoxybenzyl)-D-xylitol

613.4



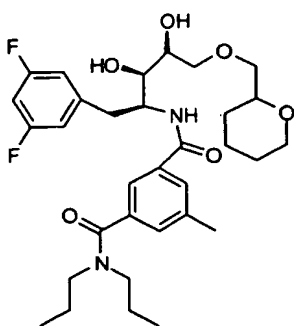
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
(3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-O-  
(tetrahydrofuran-2-ylmethyl)-D-xylitol

577.4



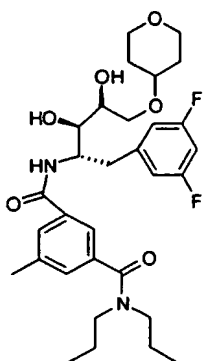
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
(3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-O-(2-thien-2-  
ylethyl)-D-xylitol

603.4



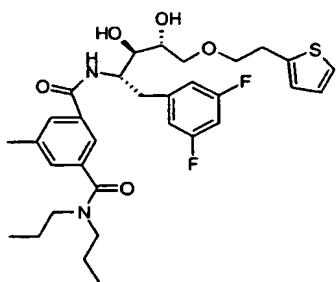
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-  
(tetrahydro-2H-pyran-2-ylmethyl)-D-  
xylitol

591.5



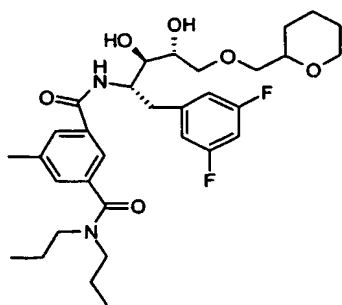
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-tetrahydro-  
2H-pyran-4-yl-D-xylitol

577.4



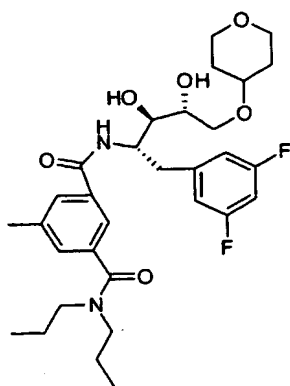
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-(2-thien-2-  
ylethyl)-D-xylitol

603.4



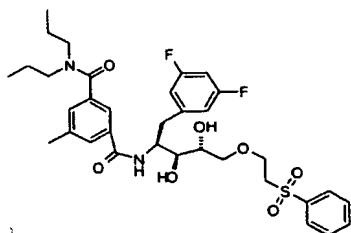
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-  
(tetrahydro-2H-pyran-2-ylmethyl)-D-  
xylitol

591.5



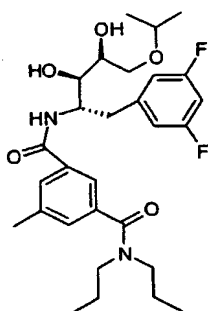
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-tetrahydro-  
2H-pyran-4-yl-D-xylitol

577.4



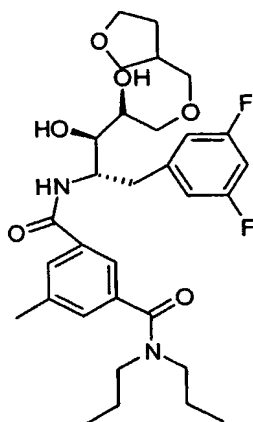
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-[2-  
(phenylsulfonyl)ethyl]-D-ribitol

661.5



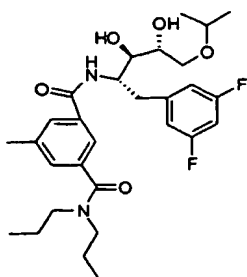
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-isopropyl-  
D-xylitol

535.5



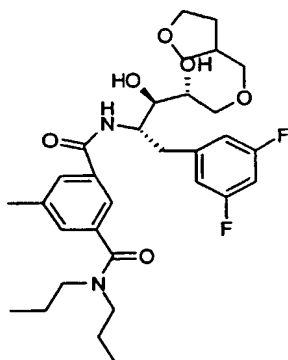
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-  
(tetrahydrofuran-3-ylmethyl)-D-xylitol

577.4



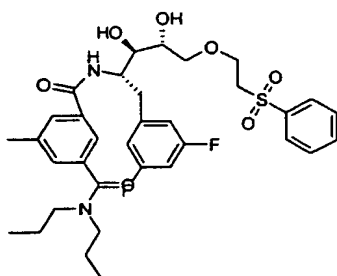
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-isopropyl-  
D-xylitol

535.5



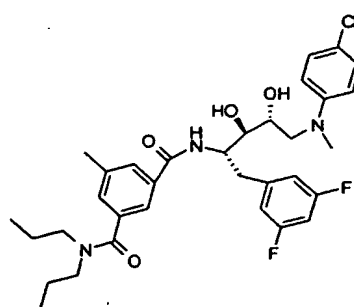
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-  
(tetrahydrofuran-3-ylmethyl)-D-xylitol

577.4



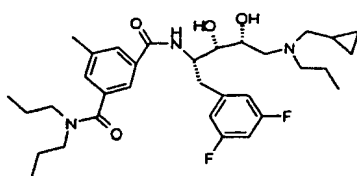
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-[2-  
(phenylsulfonyl)ethyl]-D-xylitol

661.4



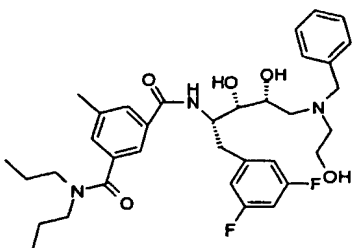
5-((4-chlorophenyl)(methyl)amino)-  
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-D-xylitol

616.4



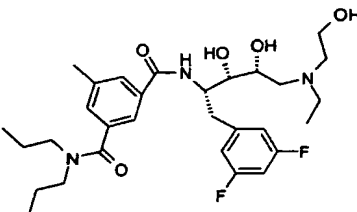
5-[(cyclopropylmethyl)(propyl)amino]-  
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-D-ribose

588.5



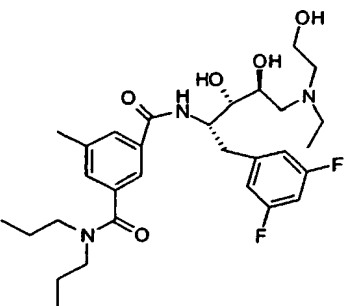
5-[benzyl(2-hydroxyethyl)amino]-1,2,5-  
trideoxy-1-(3,5-difluorophenyl)-2-({3-  
[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-D-ribose

626.5



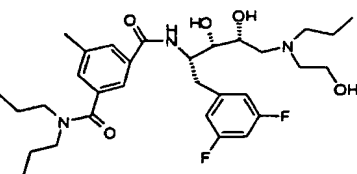
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-[ethyl(2-  
hydroxyethyl)amino]-D-ribose

564.5



1,4,5-trideoxy-5-(3,5-difluorophenyl)-4-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-1-[ethyl(2-  
hydroxyethyl)amino]-L-arabinose

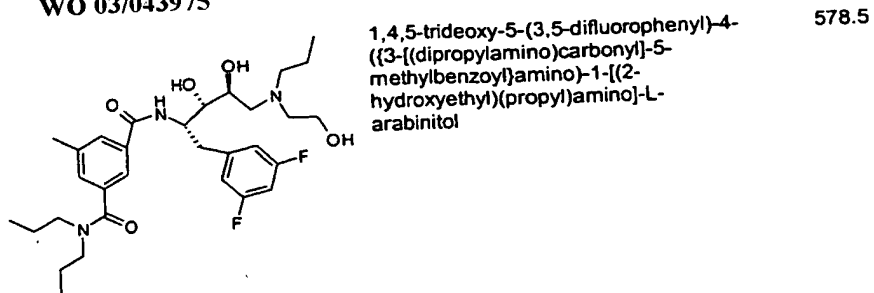
564.4



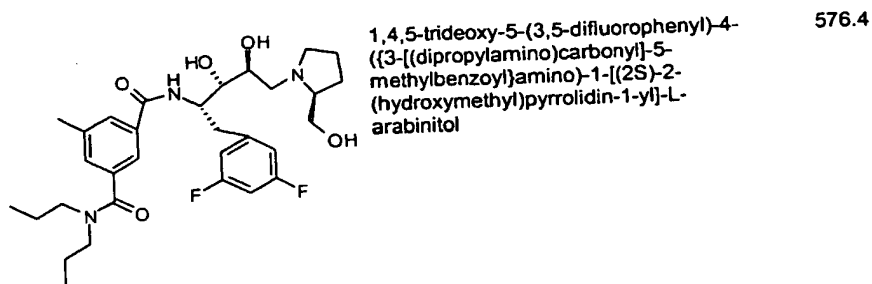
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-[(2-  
hydroxyethyl)(propyl)amino]-D-ribose

578.5

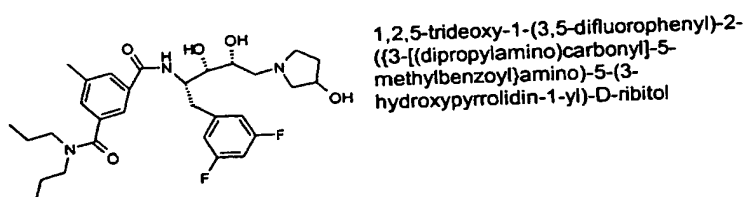
WO 03/043975



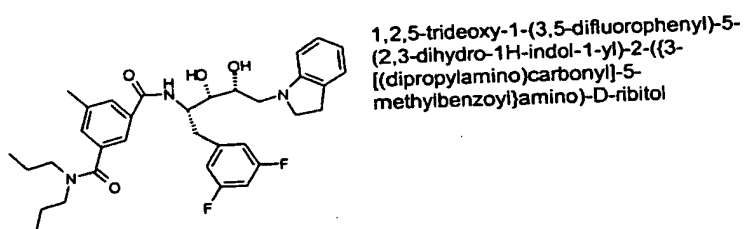
578.5



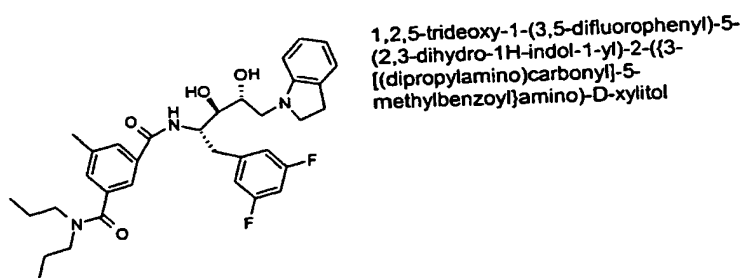
576.4



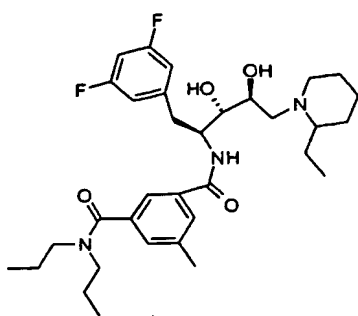
562.4



594.4

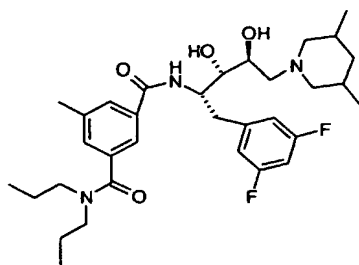


594.4



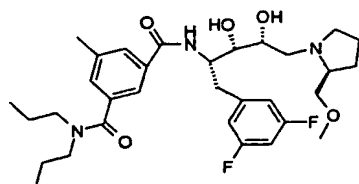
1,4,5-trideoxy-5-(3,5-difluorophenyl)-4-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-1-(2-  
ethylpiperidin-1-yl)-L-arabinitol

588.5



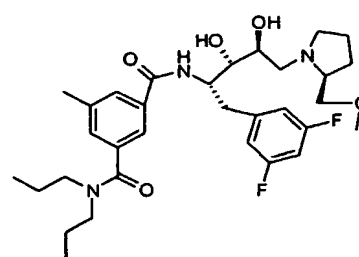
1,4,5-trideoxy-5-(3,5-difluorophenyl)-1-  
(3,5-dimethylpiperidin-1-yl)-4-((3-  
((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-L-arabinitol

588.4



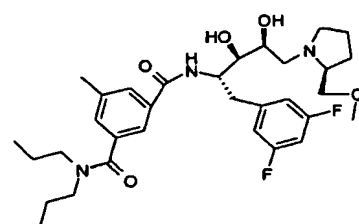
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-[(2S)-2-  
(methoxymethyl)pyrrolidin-1-yl]-D-  
ribose

590.4



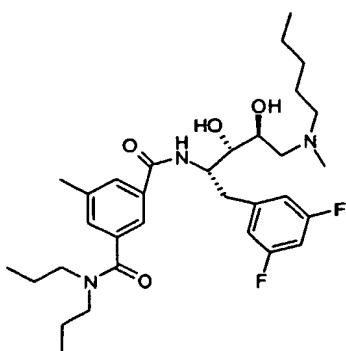
1,4,5-trideoxy-5-(3,5-difluorophenyl)-4-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-1-[(2S)-2-  
(methoxymethyl)pyrrolidin-1-yl]-L-  
arabinitol

590.2



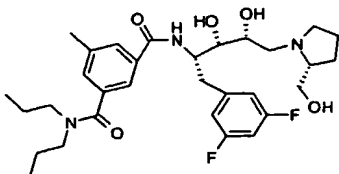
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-[(2S)-2-  
(methoxymethyl)pyrrolidin-1-yl]-L-  
arabinitol

590.1



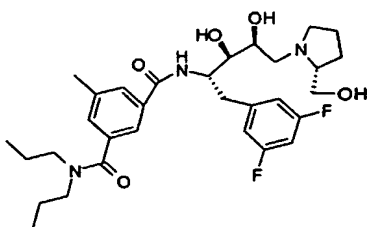
1,4,5-trideoxy-5-(3,5-difluorophenyl)-4-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-1-  
[methyl(pentyl)amino]-L-arabinitol

576.4



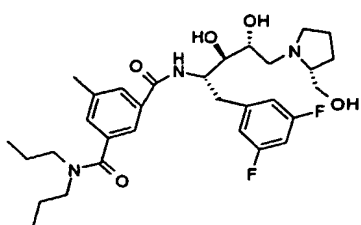
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-[(2R)-2-  
(hydroxymethyl)pyrrolidin-1-yl]-D-  
ribose

576.3



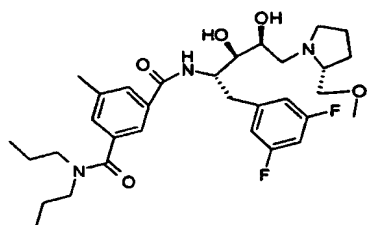
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-[(2R)-2-  
(hydroxymethyl)pyrrolidin-1-yl]-L-  
arabinitol

576.4



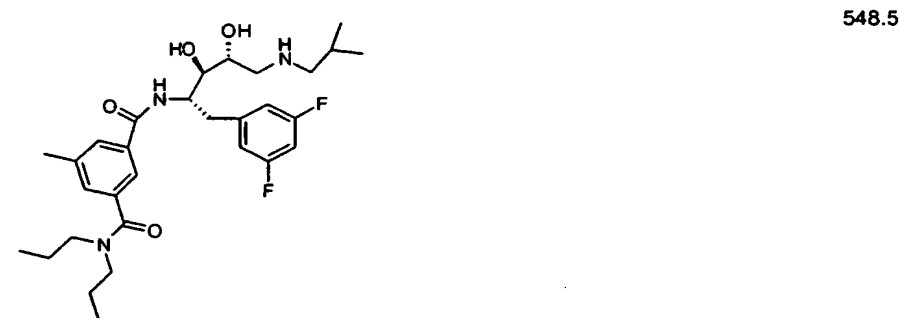
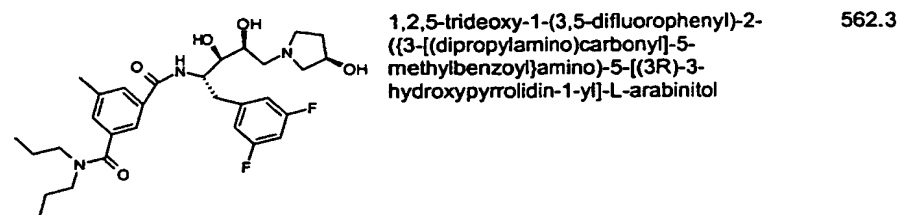
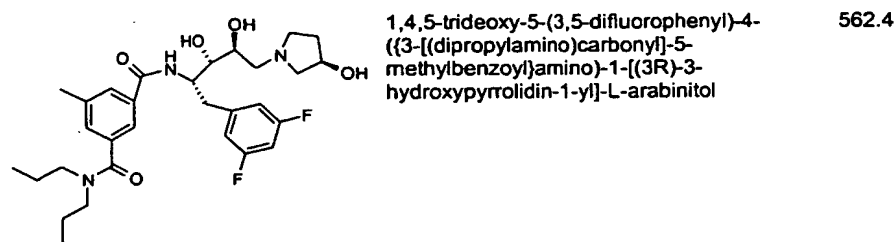
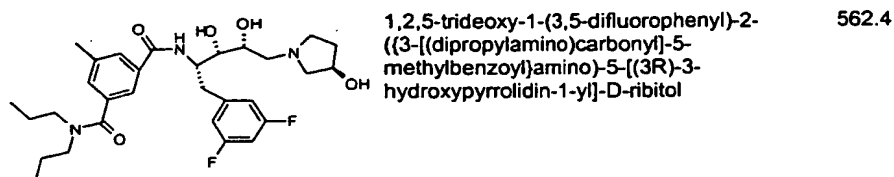
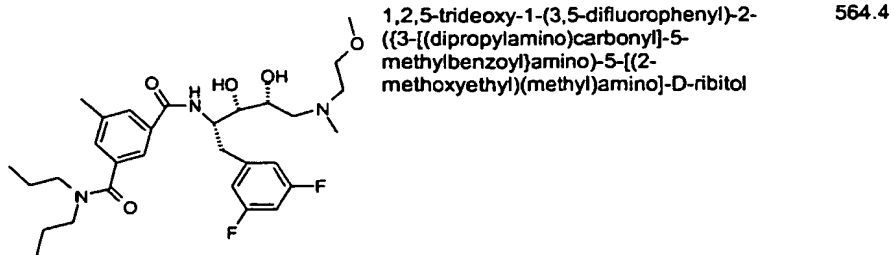
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-[(2R)-2-  
(hydroxymethyl)pyrrolidin-1-yl]-D-  
xylitol

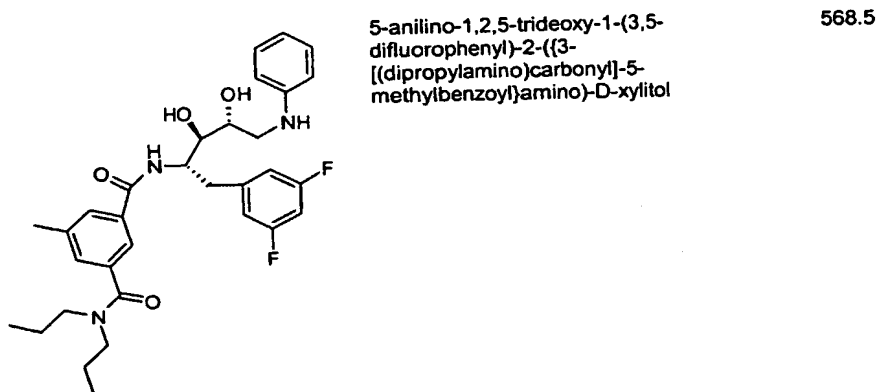
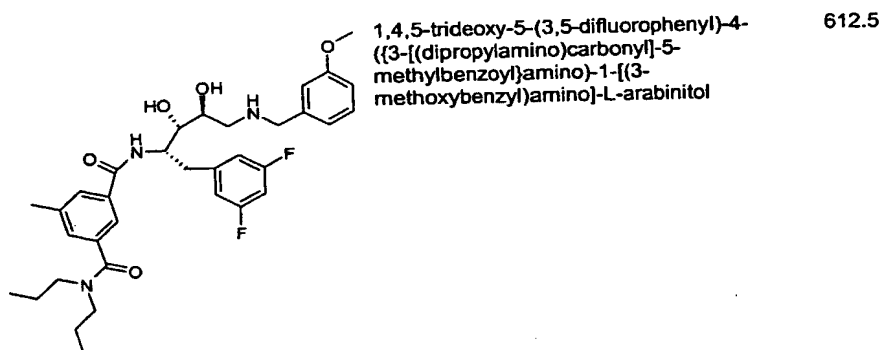
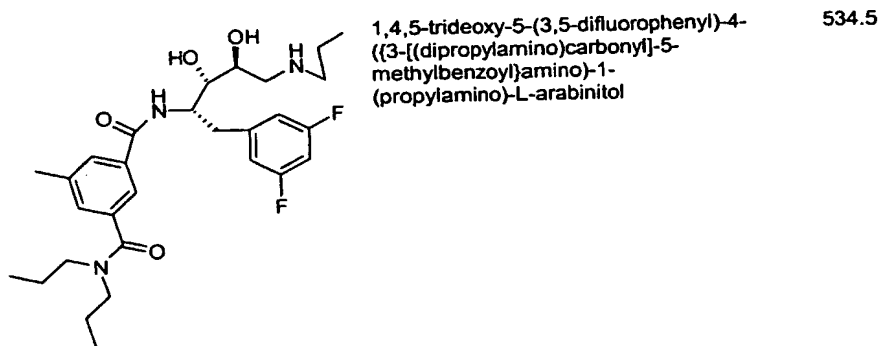
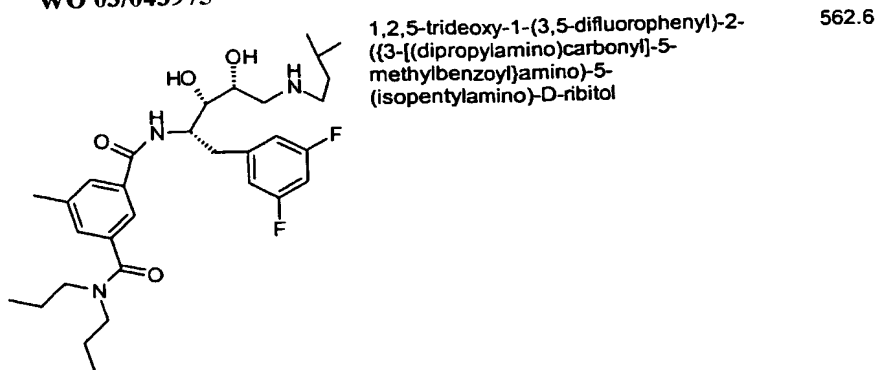
576.4

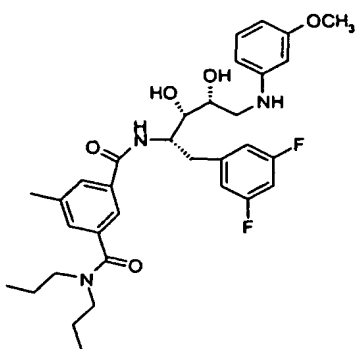


1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-[(2R)-2-  
(methoxymethyl)pyrrolidin-1-yl]-L-  
arabinitol

590.4

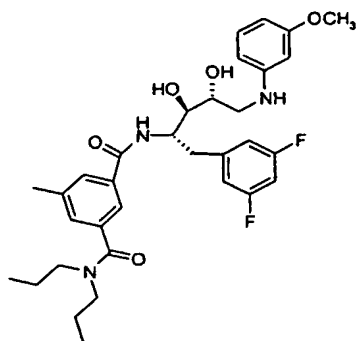






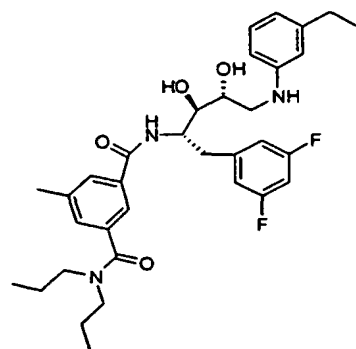
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-((3-  
methoxyphenyl)amino)-D-ribose

598.5



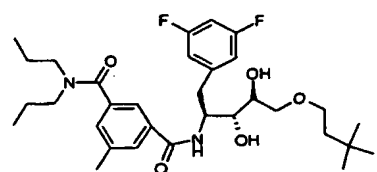
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-((3-  
methoxyphenyl)amino)-D-xylitol

598.5



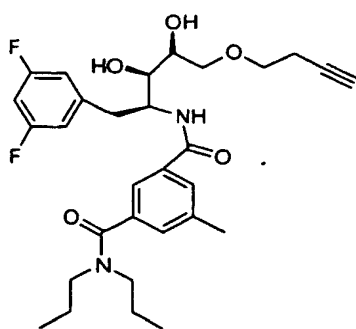
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-((3-  
ethylphenyl)amino)-D-xylitol

596.5



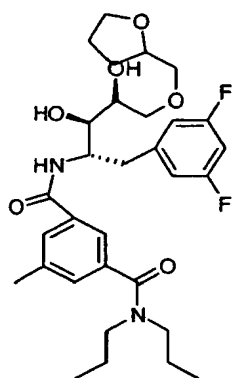
1,2-dideoxy-1-(3,5-difluorophenyl)-5-  
O-(3,3-dimethylbutyl)-2-((3-  
((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-D-xylitol

577.4



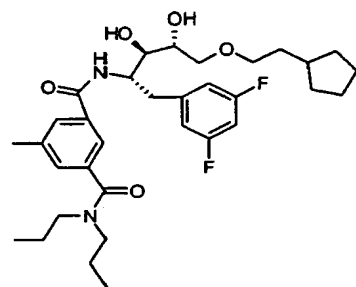
5-O-but-3-ynyl-1,2-dideoxy-1-(3,5-difluorophenyl)-2-((3-((dipropylamino)carbonyl)-5-methylbenzoyl)amino)-D-xylitol

545.4



1,2-dideoxy-1-(3,5-difluorophenyl)-2-((3-((dipropylamino)carbonyl)-5-methylbenzoyl)amino)-5-O-(tetrahydrofuran-2-ylmethyl)-D-xylitol

577.4



5-O-(2-cyclopentylethyl)-1,2-dideoxy-1-(3,5-difluorophenyl)-2-((3-((dipropylamino)carbonyl)-5-methylbenzoyl)amino)-D-xylitol

589.5

The compounds of the invention may exist as geometric or stereoisomers isomers as well as tautomers. Thus, the invention includes all tautomers and geometric isomers, such as the *E* and *Z* geometric isomers, as well as mixtures thereof. Furthermore, the invention includes pure enantiomers and diastereomers as well as mixtures thereof, including racemic mixtures. The individual geometric isomers, enantiomers, or diastereomers may be prepared or isolated by methods known in the art.

Compounds of the invention of designated stereochemistry may be included in mixtures, including racemic mixtures, with other enantiomers, diastereomers, geometric isomers or tautomers. Compounds of the invention with designated stereochemistry are typically present in these mixtures in excess of 50 percent. Preferably, compounds of the invention with designated stereochemistry are present in these mixtures in excess of 80 percent. Most preferably, compounds of the invention with designated stereochemistry are present in these mixtures in excess of 90 percent.

Several of the compounds of formula (I) above are amines, and as such form salts when reacted with acids. Pharmaceutically acceptable salts are generally preferred over the corresponding amines of the invention since they typically produce compounds, which are more water soluble, stable and/or more crystalline. Pharmaceutically acceptable salts are any salt which retains the activity of the parent compound and does not impart any deleterious or undesirable effect on the subject to whom it is administered and in the context in which it is administered. Pharmaceutically acceptable salts include salts of both inorganic and organic acids. The preferred pharmaceutically acceptable salts include salts of the following acids: acetic, aspartic, benzenesulfonic, benzoic, bicarbonic, bisulfuric, bitartaric, butyric, calcium edetate, camsylic, carbonic, chlorobenzoic, citric, edetic, edisylic, estolic, esyl, esylic, formic, fumaric, gluceptic, gluconic, glutamic, glycollylarsanilic, hexamic, hexylresorcinoic, hydrabamic, hydrobromic, hydrochloric, hydroiodic, hydroxynaphthoic, isethionic, lactic, lactobionic, maleic, malic, malonic, mandelic, methanesulfonic, methylnitric, methylsulfuric, mucic, muconic, napsylic, nitric, oxalic, p-nitromethanesulfonic, pamoic, pantothenic, phosphoric, monohydrogen phosphoric, dihydrogen phosphoric, phthalic, polygalactouronic, propionic, salicylic, stearic, succinic, succinic, sulfamic, sulfanilic, sulfonic, sulfuric, tannic, tartaric, teoclic and

toluenesulfonic. For other acceptable salts, see *Int. J. Pharm.*, 33, 201-217 (1986) and *J. Pharm. Sci.*, 66(1), 1, (1977).

The invention provides compounds, compositions, kits, and methods for inhibiting beta-secretase enzyme activity and A beta peptide production. Inhibition of beta-secretase enzyme activity halts or reduces the production of A beta from APP and reduces or eliminates the formation of beta-amyloid deposits in the brain.

#### Methods of the Invention

As previously mentioned, compounds of the invention, and pharmaceutically acceptable salts or esters thereof, are useful for treating humans or animals suffering from a condition characterized by a pathological form of beta-amyloid peptide, such as beta-amyloid plaques, and for helping to prevent or delay the onset of such a condition. For example, the compounds are useful for treating Alzheimer's disease, for helping prevent or delay the onset of Alzheimer's disease, for treating patients with MCI (mild cognitive impairment) and preventing or delaying the onset of Alzheimer's disease in those who would progress from MCI to AD, for treating Down's syndrome, for treating humans who have Hereditary Cerebral Hemorrhage with Amyloidosis of the Dutch-Type, for treating cerebral amyloid angiopathy and preventing its potential consequences, i.e. single and recurrent lobar hemorrhages, for treating other degenerative dementias, including dementias of mixed vascular and degenerative origin, dementia associated with Parkinson's disease, dementia associated with progressive supranuclear palsy, dementia associated with cortical basal degeneration, and diffuse Lewy body type Alzheimer's disease. The compounds and compositions of the invention are particularly useful for treating or preventing Alzheimer's disease. When treating or preventing these diseases, the compounds of the invention can either be used individually or in combination, as is best for the patient.

To prepare compositions, one or more compounds of the invention are mixed with a suitable pharmaceutically acceptable

carrier. Upon mixing or addition of the compound(s), the resulting mixture may be a solution, suspension, emulsion, or the like. Liposomal suspensions may also be suitable as pharmaceutically acceptable carriers. These may be prepared  
5 according to methods known to those skilled in the art. The form of the resulting mixture depends upon a number of factors, including the intended mode of administration and the solubility of the compound in the selected carrier or vehicle. The effective concentration is sufficient for lessening or  
10 ameliorating at least one symptom of the disease, disorder, or condition treated and may be empirically determined.

Pharmaceutical carriers or vehicles suitable for administration of the compounds provided herein include any such carriers known to those skilled in the art to be suitable for  
15 the particular mode of administration. In addition, the active materials can also be mixed with other active materials that do not impair the desired action, or with materials that supplement the desired action, or have another action. The compounds may be formulated as the sole pharmaceutically active ingredient in  
20 the composition or may be combined with other active ingredients.

Where the compounds exhibit insufficient solubility, methods for solubilizing may be used. Such methods are known and include, but are not limited to, using cosolvents such as  
25 dimethylsulfoxide (DMSO), using surfactants such as Tween®, and dissolution in aqueous sodium bicarbonate. Derivatives of the compounds, such as salts or prodrugs may also be used in formulating effective pharmaceutical compositions.

The concentration of the compound is effective for delivery  
30 of an amount upon administration that lessens or ameliorates at least one symptom of the disorder for which the compound is administered. Typically, the compositions are formulated for single dosage administration.

The compounds of the invention may be prepared with  
35 carriers that protect them against rapid elimination from the

WO 03/043975

body, such as time-release formulations or coatings. Such carriers include controlled release formulations, such as, but not limited to, microencapsulated delivery systems. The active compound is included in the pharmaceutically acceptable carrier in an amount sufficient to exert a therapeutically useful effect in the absence of undesirable side effects on the patient treated. The therapeutically effective concentration may be determined empirically by testing the compounds in known in vitro and in vivo model systems for the treated disorder.

10 The compounds and compositions of the invention can be enclosed in multiple or single dose containers. The enclosed compounds and compositions can be provided in kits, for example, including component parts that can be assembled for use. For example, a compound inhibitor in lyophilized form and a suitable diluent may be provided as separated components for combination prior to use. A kit may include a compound inhibitor and a second therapeutic agent for co-administration. The inhibitor and second therapeutic agent may be provided as separate component parts. A kit may include a plurality of containers, each container holding one or more unit dose of the compound of the invention. The containers are preferably adapted for the desired mode of administration, including, but not limited to tablets, gel capsules, sustained-release capsules, and the like for oral administration; depot products, pre-filled syringes, ampoules, vials, and the like for parenteral administration; and patches, medipads, creams, and the like for topical administration.

20 The concentration of active compound in the drug composition will depend on absorption, inactivation, and excretion rates of the active compound, the dosage schedule, and amount administered as well as other factors known to those of skill in the art.

25 The active ingredient may be administered at once, or may be divided into a number of smaller doses to be administered at intervals of time. It is understood that the precise dosage and

WO 03/043975

duration of treatment is a function of the disease being treated and may be determined empirically using known testing protocols or by extrapolation from *in vivo* or *in vitro* test data. It is to be noted that concentrations and dosage values may also vary with the severity of the condition to be alleviated. It is to be further understood that for any particular subject, specific dosage regimens should be adjusted over time according to the individual need and the professional judgment of the person administering or supervising the administration of the compositions, and that the concentration ranges set forth herein are exemplary only and are not intended to limit the scope or practice of the claimed compositions.

If oral administration is desired, the compound should be provided in a composition that protects it from the acidic environment of the stomach. For example, the composition can be formulated in an enteric coating that maintains its integrity in the stomach and releases the active compound in the intestine. The composition may also be formulated in combination with an antacid or other such ingredient.

Oral compositions will generally include an inert diluent or an edible carrier and may be compressed into tablets or enclosed in gelatin capsules. For the purpose of oral therapeutic administration, the active compound or compounds can be incorporated with excipients and used in the form of tablets, capsules, or troches. Pharmaceutically compatible binding agents and adjuvant materials can be included as part of the composition.

The tablets, pills, capsules, troches, and the like can contain any of the following ingredients or compounds of a similar nature: a binder such as, but not limited to, gum tragacanth, acacia, corn starch, or gelatin; an excipient such as microcrystalline cellulose, starch, or lactose; a disintegrating agent such as, but not limited to, alginic acid and corn starch; a lubricant such as, but not limited to, magnesium stearate; a gildant, such as, but not limited to,

colloidal silicon dioxide; a sweetening agent such as sucrose or saccharin; and a flavoring agent such as peppermint, methyl salicylate, or fruit flavoring.

When the dosage unit form is a capsule, it can contain, in addition to material of the above type, a liquid carrier such as a fatty oil. In addition, dosage unit forms can contain various other materials, which modify the physical form of the dosage unit, for example, coatings of sugar and other enteric agents. The compounds can also be administered as a component of an elixir, suspension, syrup, wafer, chewing gum or the like. A syrup may contain, in addition to the active compounds, sucrose as a sweetening agent and certain preservatives, dyes and colorings, and flavors.

The active materials can also be mixed with other active materials that do not impair the desired action, or with materials that supplement the desired action.

Solutions or suspensions used for parenteral, intradermal, subcutaneous, or topical application can include any of the following components: a sterile diluent such as water for injection, saline solution, fixed oil, a naturally occurring vegetable oil such as sesame oil, coconut oil, peanut oil, cottonseed oil, and the like, or a synthetic fatty vehicle such as ethyl oleate, and the like, polyethylene glycol, glycerine, propylene glycol, or other synthetic solvent; antimicrobial agents such as benzyl alcohol and methyl parabens; antioxidants such as ascorbic acid and sodium bisulfite; chelating agents such as ethylenediaminetetraacetic acid (EDTA); buffers such as acetates, citrates, and phosphates; and agents for the adjustment of tonicity such as sodium chloride and dextrose. Parenteral preparations can be enclosed in ampoules, disposable syringes, or multiple dose vials made of glass, plastic, or other suitable material. Buffers, preservatives, antioxidants, and the like can be incorporated as required.

Where administered intravenously, suitable carriers include physiological saline, phosphate buffered saline (PBS), and

WO 03/043975

solutions containing thickening and solubilizing agents such as glucose, polyethylene glycol, polypropyleneglycol, and mixtures thereof. Liposomal suspensions including tissue-targeted liposomes may also be suitable as pharmaceutically acceptable carriers. These may be prepared according to methods known for example, as described in U.S. Patent No. 4,522,811.

The active compounds may be prepared with carriers that protect the compound against rapid elimination from the body, such as time-release formulations or coatings. Such carriers include controlled release formulations, such as, but not limited to, implants and microencapsulated delivery systems, and biodegradable, biocompatible polymers such as collagen, ethylene vinyl acetate, polyanhydrides, polyglycolic acid, polyorthoesters, polylactic acid, and the like. Methods for preparation of such formulations are known to those skilled in the art.

The compounds of the invention can be administered orally, parenterally (IV, IM, depo-IM, SQ, and depo-SQ), sublingually, intranasally (inhalation), intrathecally, topically, or rectally. Dosage forms known to those skilled in the art are suitable for delivery of the compounds of the invention.

Compounds of the invention may be administered enterally or parenterally. When administered orally, compounds of the invention can be administered in usual dosage forms for oral administration as is well known to those skilled in the art. These dosage forms include the usual solid unit dosage forms of tablets and capsules as well as liquid dosage forms such as solutions, suspensions, and elixirs. When the solid dosage forms are used, it is preferred that they be of the sustained release type so that the compounds of the invention need to be administered only once or twice daily.

The oral dosage forms are administered to the patient 1, 2, 3, or 4 times daily. It is preferred that the compounds of the invention be administered either three or fewer times, more preferably once or twice daily. Hence, it is preferred that the

compounds of the invention be administered in oral dosage form. It is preferred that whatever oral dosage form is used, that it be designed so as to protect the compounds of the invention from the acidic environment of the stomach. Enteric-coated tablets  
5 are well known to those skilled in the art. In addition, capsules filled with small spheres each coated to protect from the acidic stomach, are also well known to those skilled in the art.

When administered orally, an administered amount  
10 therapeutically effective to inhibit beta-secretase activity, to inhibit A beta production, to inhibit A beta deposition, or to treat or prevent AD is from about 0.1 mg/day to about 1,000 mg/day. It is preferred that the oral dosage is from about 1 mg/day to about 100 mg/day. It is more preferred that the oral  
15 dosage is from about 5 mg/day to about 50 mg/day. It is understood that while a patient may be started at one dose, that dose may be varied over time as the patient's condition changes.

Compounds of the invention may also be advantageously delivered in a nano crystal dispersion formulation. Preparation  
20 of such formulations is described, for example, in U.S. Patent 5,145,684. Nano crystalline dispersions of HIV protease inhibitors and their method of use are described in U.S. Patent No. 6,045,829. The nano crystalline formulations typically afford greater bioavailability of drug compounds.

25 The compounds of the invention can be used in combination, with each other or with other therapeutic agents or approaches used to treat or prevent the conditions listed above. Such agents or approaches include: acetylcholine esterase inhibitors such as tacrine (tetrahydroaminoacridine, marketed as COGNEX®),  
30 donepezil hydrochloride, (marketed as Aricept® and rivastigmine (marketed as Exelon®); gamma-secretase inhibitors; anti-inflammatory agents such as cyclooxygenase II inhibitors; anti-oxidants such as Vitamin E and ginkgolides; immunological approaches, such as, for example, immunization with A beta  
35 peptide or administration of anti-A beta peptide antibodies;

statins; and direct or indirect neurotropic agents such as Cerebrolysin®, AIT-082 (Emilieu, 2000, Arch. Neurol. 57:454), and other neurotropic agents of the future.

It should be apparent to one skilled in the art that the exact dosage and frequency of administration will depend on the particular compounds of the invention administered, the particular condition being treated, the severity of the condition being treated, the age, weight, general physical condition of the particular patient, and other medication the individual may be taking as is well known to administering physicians who are skilled in this art.

The invention may be further understood with reference to the following biological examples. These examples are intended to be representative of specific embodiments of the invention, and are not intended as limiting the scope of the invention.

#### BIOLOGY EXAMPLES

##### Biology Example A

##### Enzyme Inhibition Assay

The compounds of the invention are analyzed for inhibitory activity by use of the MBP-C125 assay. This assay determines the relative inhibition of beta-secretase cleavage of a model APP substrate, MBP-C125SW, by the compounds assayed as compared with an untreated control. A detailed description of the assay parameters can be found, for example, in U.S. Patent No. 5,942,400. Briefly, the substrate is a fusion peptide formed of maltose binding protein (MBP) and the carboxy terminal 125 amino acids of APP-SW, the Swedish mutation. The beta-secretase enzyme is derived from human brain tissue as described in Sinha et al, 1999, Nature 40:537-540) or recombinantly produced as the full-length enzyme (amino acids 1-501), and can be prepared, for example, from 293 cells expressing the recombinant cDNA, as described in WO00/47618.

Inhibition of the enzyme is analyzed, for example, by immunoassay of the enzyme's cleavage products. One exemplary ELISA uses an anti-MBP capture antibody that is deposited on

precoated and blocked 96-well high binding plates, followed by incubation with diluted enzyme reaction supernatant, incubation with a specific reporter antibody, for example, biotinylated anti-SW192 reporter antibody, and further incubation with streptavidin/alkaline phosphatase. In the assay, cleavage of the intact MBP-C125SW fusion protein results in the generation of a truncated amino-terminal fragment, exposing a new SW-192 antibody-positive epitope at the carboxy terminus. Detection is effected by a fluorescent substrate signal on cleavage by the phosphatase. ELISA only detects cleavage following Leu 596 at the substrate's APP-SW 751 mutation site.

Specific Assay Procedure:

Compounds are diluted in a 1:1 dilution series to a six-point concentration curve (two wells per concentration) in one 96-plate row per compound tested. Each of the test compounds is prepared in DMSO to make up a 10 millimolar stock solution. The stock solution is serially diluted in DMSO to obtain a final compound concentration of 200 micromolar at the high point of a 6-point dilution curve. Ten (10) microliters of each dilution is added to each of two wells on row C of a corresponding V-bottom plate to which 190 microliters of 52 millimolar NaOAc, 7.9% DMSO, pH 4.5 are pre-added. The NaOAc diluted compound plate is spun down to pellet precipitant and 20 microliters/well is transferred to a corresponding flat-bottom plate to which 30 microliters of ice-cold enzyme-substrate mixture (2.5 microliters MBP-C125SW substrate, 0.03 microliters enzyme and 24.5 microliters ice cold 0.09% TX100 per 30 microliters) is added. The final reaction mixture of 200 micromolar compound at the highest curve point is in 5% DMSO, 20 millimolar NaOAc, 0.06% TX100, at pH 4.5.

Warming the plates to 37 degrees C starts the enzyme reaction. After 90 minutes at 37 degrees C, 200 microliters/well cold specimen diluent is added to stop the reaction and 20 microliters/well was transferred to a corresponding anti-MBP antibody coated ELISA plate for capture,

WO 03/043975

containing 80 microliters/well specimen diluent. This reaction is incubated overnight at 4 degrees C and the ELISA is developed the next day after a 2 hour incubation with anti-192SW antibody, followed by Streptavidin-AP conjugate and fluorescent substrate.

5 The signal is read on a fluorescent plate reader.

Relative compound inhibition potency is determined by calculating the concentration of compound that showed a fifty percent reduction in detected signal ( $IC_{50}$ ) compared to the enzyme reaction signal in the control wells with no added compound. In this assay, the compounds of the invention exhibited an  $IC_{50}$  of less than 50 micromolar.

### Biology Example B

#### Cell Free Inhibition Assay Utilizing a Synthetic APP Substrate

A synthetic APP substrate that can be cleaved by beta-secretase and having N-terminal biotin and made fluorescent by the covalent attachment of Oregon green at the Cys residue is used to assay beta-secretase activity in the presence or absence of the inhibitory compounds of the invention. Useful substrates include the following:

20

Biotin-SEVNL-DAEFR [Oregon green] KK [SEQ ID NO: 1]

Biotin-SEVKM-DAEFR [Oregon green] KK [SEQ ID NO: 2]

Biotin-GLNIKTEEISEISY-EVEFRC [Oregon green] KK [SEQ ID NO: 3]

Biotin-ADRGLTTRPGSGLTNIKTEEISEVNL-

25 DAEF [Oregon green] KK

[SEQ ID NO: 4]

Biotin-FVNQHLCoxGSHLVEALY-

LVCoxGERGFFYTPKA [Oregon green] KK

[SEQ ID NO: 5]

The enzyme (0.1 nanomolar) and test compounds (0.001 - 100 micromolar) are incubated in pre-blocked, low affinity, black plates (384 well) at 37 degrees for 30 minutes. The reaction is initiated by addition of 150 millimolar substrate to a final volume of 30 microliter per well. The final assay conditions are: 0.001 - 100 micromolar compound inhibitor; 0.1 molar sodium acetate (pH 4.5); 150 nanomolar substrate; 0.1 nanomolar

soluble beta-secretase; 0.001% Tween 20, and 2% DMSO. The assay mixture is incubated for 3 hours at 37 degrees C, and the reaction is terminated by the addition of a saturating concentration of immunopure streptavidin. After incubation with streptavidin at room temperature for 15 minutes, fluorescence polarization is measured, for example, using a LJL Acquest (Ex485 nm/ Em530 nm). The activity of the beta-secretase enzyme is detected by changes in the fluorescence polarization that occur when the substrate is cleaved by the enzyme. Incubation in the presence or absence of compound inhibitor demonstrates specific inhibition of beta-secretase enzymatic cleavage of its synthetic APP substrate. In this assay, compounds of the invention exhibited an IC<sub>50</sub> of less than 50 micromolar.

### Biology Example C

#### Beta-Secretase Inhibition: P26-P4'SW Assay

Synthetic substrates containing the beta-secretase cleavage site of APP are used to assay beta-secretase activity, using the methods described, for example, in published PCT application WO00/47618. The P26-P4'SW substrate is a peptide of the sequence:

(biotin)CGGADRGLTTRPGSGLTNIKTEEISEVNLD AEF [SEQ ID NO: 6]

The P26-P1 standard has the sequence:

(biotin)CGGADRGLTTRPGSGLTNIKTEEISEVNL [SEQ ID NO: 7].

Briefly, the biotin-coupled synthetic substrates are incubated at a concentration of from about 0 to about 200 micromolar in this assay. When testing inhibitory compounds, a substrate concentration of about 1.0 micromolar is preferred. Test compounds diluted in DMSO are added to the reaction mixture, with a final DMSO concentration of 5%. Controls also contain a final DMSO concentration of 5%. The concentration of beta secretase enzyme in the reaction is varied, to give product

concentrations with the linear range of the ELISA assay, about 125 to 2000 picomolar, after dilution.

The reaction mixture also includes 20 millimolar sodium acetate, pH 4.5, 0.06% Triton X100, and is incubated at 37 degrees C for about 1 to 3 hours. Samples are then diluted in assay buffer (for example, 145.4 nanomolar sodium chloride, 9.51 millimolar sodium phosphate, 7.7 millimolar sodium azide, 0.05% Triton X405, 6g/liter bovine serum albumin, pH 7.4) to quench the reaction, then diluted further for immunoassay of the cleavage products.

Cleavage products can be assayed by ELISA. Diluted samples and standards are incubated in assay plates coated with capture antibody, for example, SW192, for about 24 hours at 4 degrees C. After washing in TTBS buffer (150 millimolar sodium chloride, 25 millimolar Tris, 0.05% Tween 20, pH 7.5), the samples are incubated with streptavidin-AP according to the manufacturer's instructions. After a one hour incubation at room temperature, the samples are washed in TTBS and incubated with fluorescent substrate solution A (31.2 g/liter 2-amino-2-methyl-1-propanol, 30 mg/liter, pH 9.5). Reaction with streptavidin-alkaline phosphate permits detection by fluorescence. Compounds that are effective inhibitors of beta-secretase activity demonstrate reduced cleavage of the substrate as compared to a control.

#### Biology Example D

##### 25 Assays using Synthetic Oligopeptide-Substrates

Synthetic oligopeptides are prepared that incorporate the known cleavage site of beta-secretase, and optionally detectable tags, such as fluorescent or chromogenic moieties. Examples of such peptides, as well as their production and detection methods are described in U.S. Patent No: 5,942,400, herein incorporated by reference. Cleavage products can be detected using high performance liquid chromatography, or fluorescent or chromogenic detection methods appropriate to the peptide to be detected, according to methods well known in the art.

By way of example, one such peptide has the sequence SEVNL-DAEF [SEQ ID NO: 8], and the cleavage site is between residues 5 and 6. Another preferred substrate has the sequence ADRGLTTRPGSGLTNIKTEEISEVNL-DAEF [SEQ ID NO: 9], and the cleavage site is between residues 26 and 27.

These synthetic APP substrates are incubated in the presence of beta-secretase under conditions sufficient to result in beta-secretase mediated cleavage of the substrate. Comparison of the cleavage results in the presence of the compound inhibitor to control results provides a measure of the compound's inhibitory activity.

#### Biology Example E

##### Inhibition of Beta-Secretase Activity - Cellular Assay

An exemplary assay for the analysis of inhibition of beta-secretase activity utilizes the human embryonic kidney cell line HEKp293 (ATCC Accession No. CRL-1573) transfected with APP751 containing the naturally occurring double mutation Lys651Met52 to Asn651Leu652 (numbered for APP751), commonly called the Swedish mutation and shown to overproduce A beta (Citron et al., 1992, Nature 360:672-674), as described in U.S. Patent No. 5,604,102.

The cells are incubated in the presence/absence of the inhibitory compound (diluted in DMSO) at the desired concentration, generally up to 10 micrograms/ml. At the end of the treatment period, conditioned media is analyzed for beta-secretase activity, for example, by analysis of cleavage fragments. A beta can be analyzed by immunoassay, using specific detection antibodies. The enzymatic activity is measured in the presence and absence of the compound inhibitors to demonstrate specific inhibition of beta-secretase mediated cleavage of APP substrate.

#### Biology Example F

##### Inhibition of Beta-Secretase in Animal Models of AD

Various animal models can be used to screen for inhibition of beta-secretase activity. Examples of animal models useful in

the invention include, but are not limited to, mouse, guinea pig, dog, and the like. The animals used can be wild type, transgenic, or knockout models. In addition, mammalian models can express mutations in APP, such as APP695-SW and the like described herein. Examples of transgenic non-human mammalian models are described in U.S. Patent Nos. 5,604,102, 5,912,410 and 5,811,633.

PDAPP mice, prepared as described in Games et al., 1995, *Nature* 373:523-527 are useful to analyze *in vivo* suppression of A beta release in the presence of putative inhibitory compounds. As described in U.S. Patent No. 6,191,166, 4-month old PDAPP mice are administered compound formulated in vehicle, such as corn oil. The mice are dosed with compound (1-30 mg/ml; preferably 1-10 mg/ml). After time, e.g., 3-10 hours, the animals are sacrificed, and brains removed for analysis.

Transgenic animals are administered an amount of the compound inhibitor formulated in a carrier suitable for the chosen mode of administration. Control animals are untreated, treated with vehicle, or treated with an inactive compound. Administration can be acute, i.e., single dose or multiple doses in one day, or can be chronic, i.e., dosing is repeated daily for a period of days. Beginning at time 0, brain tissue or cerebral fluid is obtained from selected animals and analyzed for the presence of APP cleavage peptides, including A beta, for example, by immunoassay using specific antibodies for A beta detection. At the end of the test period, animals are sacrificed and brain tissue or cerebral fluid is analyzed for the presence of A beta and/or beta-amyloid plaques. The tissue is also analyzed for necrosis.

Animals administered the compound inhibitors of the invention are expected to demonstrate reduced A beta in brain tissues or cerebral fluids and reduced beta amyloid plaques in brain tissue, as compared with non-treated controls.

#### Biology Example G

#### Inhibition of A Beta Production in Human Patients

Patients suffering from Alzheimer's Disease (AD) demonstrate an increased amount of A beta in the brain. AD patients are administered an amount of the compound inhibitor formulated in a carrier suitable for the chosen mode of administration. Administration is repeated daily for the duration of the test period. Beginning on day 0, cognitive and memory tests are performed, for example, once per month.

Patients administered the compound inhibitors are expected to demonstrate slowing or stabilization of disease progression as analyzed by changes in one or more of the following disease parameters: A beta present in CSF or plasma; brain or hippocampal volume; A beta deposits in the brain; amyloid plaque in the brain; and scores for cognitive and memory function, as compared with control, non-treated patients.

#### Biology Example H

##### Prevention of A Beta Production in Patients at Risk for AD

Patients predisposed or at risk for developing AD are identified either by recognition of a familial inheritance pattern, for example, presence of the Swedish Mutation, and/or by monitoring diagnostic parameters. Patients identified as predisposed or at risk for developing AD are administered an amount of the compound inhibitor formulated in a carrier suitable for the chosen mode of administration. Administration is repeated daily for the duration of the test period. Beginning on day 0, cognitive and memory tests are performed, for example, once per month.

Patients administered the compound inhibitors are expected to demonstrate slowing or stabilization of disease progression as analyzed by changes in one or more of the following disease parameters: A beta present in CSF or plasma; brain or hippocampal volume; amyloid plaque in the brain; and scores for cognitive and memory function, as compared with control, non-treated patients.

It should be noted that, as used in this specification and the appended claims, the singular forms "a," "an," and "the"

include plural referents unless the content clearly dictates otherwise. Thus, for example, reference to a composition containing "a compound" includes a mixture of two or more compounds. It should also be noted that the term "or" is  
5 generally employed in its sense including "and/or" unless the content clearly dictates otherwise.

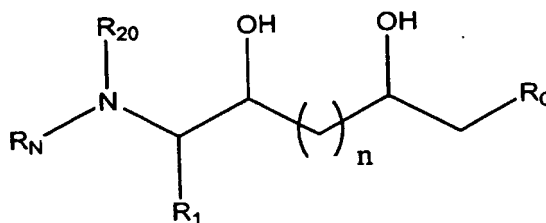
Unless defined otherwise, all scientific and technical terms used herein have the same meaning as commonly understood by one of skill in the art to which this invention belongs.

10 All patents and publications referred to herein are hereby incorporated by reference for all purposes.

The invention has been described with reference to various specific and preferred embodiments and techniques. However, it should be understood that many variations and modifications may  
15 be made while remaining within the spirit and scope of the invention.

## WHAT IS CLAIMED IS:

1. A compound of the formula I:



(I)

or a pharmaceutically acceptable salt thereof,

10 where  $R_N$  is

(I)  $R_{N-1}-X_N$ - where  $X_N$  is selected from the group consisting of:

(A)  $-\text{CO}-$ ,

(B)  $-\text{SO}_2-$ ,

15 (C)  $-(\text{CR}''\text{R}''')_{1-6}$  wherein

$\text{R}''$  and  $\text{R}'''$  at each occurrence are the same or different and are  $-\text{H}$  or  $\text{C}_1\text{-C}_4$  alkyl,

(D)  $-\text{CO}-(\text{CR}''\text{R}''')_{1-6}-X_{N-1}$  wherein

$X_{N-1}$  is selected from the group consisting of  $-\text{O}-$ ,

20  $-\text{S}-$  and  $-\text{NR}''-$ ,

(E) a single bond, and

(F)  $-\text{CO}-(\text{CR}''\text{R}''')_{1-6}-$

where  $R_{N-1}$  is selected from the group consisting of:

(A)  $R_{N\text{-aryl}}$  wherein  $R_{N\text{-aryl}}$  at each occurrence is  
 25 independently phenyl; naphthyl; tetralinyl; indanyl; indenyl;  
 dihydronaphthyl; or 6,7,8,9-tetrahydro-5H-benzo[a]cycloheptenyl;  
 each of which is optionally substituted with one, two or three  
 of the following substituents which can be the same or different  
 and are:

30 (1)  $\text{C}_1\text{-C}_6$  alkyl, optionally substituted with one,  
 two or three substituents selected from the group consisting of

C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

wherein R<sub>1-a</sub> and R<sub>1-b</sub> at each occurrence are independently H or C<sub>1</sub>-C<sub>6</sub> alkyl,

5

(2) -OH,

(3) -NO<sub>2</sub>,

(4) -F, -Cl, -Br, -I,

(5) -CO<sub>2</sub>H,

(6) -C≡N,

10

(7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> are the same or different and are selected from the group consisting of:

(a) -H,

(b) -C<sub>1</sub>-C<sub>8</sub> alkyl optionally substituted with one substituent selected from the group consisting of:

15

(i) -OH,

(ii) -NH<sub>2</sub>,

(iii) phenyl,

(c) -C<sub>1</sub>-C<sub>8</sub> alkyl optionally substituted with 1, 2, or 3 groups that are independently -F, -Cl, -Br, or -I,

20

(d) -C<sub>3</sub>-C<sub>8</sub> cycloalkyl,

(e) -(C<sub>1</sub>-C<sub>2</sub> alkyl)-(C<sub>3</sub>-C<sub>8</sub> cycloalkyl),

(f) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>3</sub> alkyl),

(g) -C<sub>2</sub>-C<sub>6</sub> alkenyl,

(h) -C<sub>2</sub>-C<sub>6</sub> alkynyl,

25

(i) -C<sub>1</sub>-C<sub>6</sub> alkyl chain with one double bond and one triple bond,

(j) -R<sub>1-aryl</sub>, wherein R<sub>1-aryl</sub> at each occurrence is independently phenyl, naphthyl, indanyl, indenyl, dihydronaphthyl, or tetralinyl each of which is optionally substituted with 1, 2, 3, or 4 groups that are independently:

30 (i) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, and C<sub>1</sub>-C<sub>3</sub> alkoxy,

- (ii) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
- 5 (iii) C<sub>2</sub>-C<sub>6</sub> alkynyl optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
- (iv) -F, Cl, -Br and -I,
- 10 (v) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with 1, 2, or 3 -F,
- (vi) -NR<sub>N-2</sub>R<sub>N-3</sub>,
- (vii) -OH,
- (viii) -C≡N,
- 15 (ix) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with 1, 2, or 3 groups that are selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
- (x) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),
- 20 (xi) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,
- (xii) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or
- (xiii) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),
- (k) -R<sub>1-heteroaryl</sub>, wherein R<sub>1-heteroaryl</sub> at each occurrence is independently selected from the group consisting
- 25 of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indolizinyl, indazolyl, benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl,
- 30 triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranlyl,

isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl,  
pyridopyridinyl, benztetrahydrofuranlyl, benztetrahydrothienyl,  
purinyl, benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl,  
pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl,  
5 dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,  
dihydrobenzisothiazinyl, benzopyranyl, benzothiopyranyl,  
coumarinyl, isocoumarinyl, chromonyl, chromanonyl, pyridinyl-N-  
oxide, tetrahydroquinolinyl, dihydroquinolinyl,  
dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl,  
10 dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl,  
benzoxazolinonyl, pyrrolyl N-oxide, pyrimidinyl N-oxide,  
pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide,  
indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide,  
quinazolinyl N-oxide, quinoxalinyl N-oxide, phthalazinyl N-  
15 oxide, imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide,  
thiazolyl N-oxide, indolizinyll N-oxide, indazolyl N-oxide,  
benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-  
oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-  
oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, and  
20 benzothiopyranyl S,S-dioxide,

where the  $R_1$ -heteroaryl group is optionally  
substituted with 1, 2, 3, or 4 groups that are independently:

- (i)  $C_1$ - $C_6$  alkyl optionally  
substituted with 1, 2, or 3 groups independently selected from  
25 the group consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  
- $NR_{1-a}R_{1-b}$ , -C $\equiv$ N, -CF $_3$ , and  $C_1$ - $C_3$  alkoxy,  
(ii)  $C_2$ - $C_6$  alkenyl optionally  
substituted with 1, 2, or 3 groups that are independently -F, -  
Cl, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1$ - $C_3$  alkoxy, or - $NR_{1-a}R_{1-b}$ ,  
(iii)  $C_2$ - $C_6$  alkynyl optionally  
30 substituted with 1, 2, or 3 groups that are independently -F, -  
Cl, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1$ - $C_3$  alkoxy, or - $NR_{1-a}R_{1-b}$ ,  
(iv) -F, -Cl, -Br and -I,

(v)  $-C_1-C_6$  alkoxy optionally substituted with one, two, or three  $-F$ ,

(vi)  $-(CH_2)_{0-4}-NR_{N-2}R_{N-3}$ ,

(vii)  $-OH$ ,

(viii)  $-C\equiv N$ ,

5 (ix)  $(CH_2)_{0-4}-C_3-C_7$  cycloalkyl, optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

10 (x)  $(CH_2)_{0-4}-CO-(C_1-C_6 \text{ alkyl})$ ,

(xi)  $(CH_2)_{0-4}-SO_2-NR_{N-2}R_{N-3}$ ,

(xii)  $(CH_2)_{0-4}-CO-NR_{N-2}R_{N-3}$ ,

(xiii)  $(CH_2)_{0-4}-SO_2-(C_1-C_6 \text{ alkyl})$ ,

(xiv)  $(CH_2)_{0-4}-N(R_{N-2})-SO_2-$ , and

15 (xv)  $(CH_2)_{0-4}-N(R_{N-2})-C(O)-$ ,

(1)  $-R_1$ -heterocycle, wherein

$R_1$ -heterocycle at each occurrence is independently selected from the group consisting of morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide, thiomorpholinyl S,S-dioxide, piperazinyl, homopiperazinyl, pyrrolidinyl, pyrrolinyl, 20 tetrahydropyranyl, piperidinyl, tetrahydrofuranlyl, tetrahydrothienyl, homopiperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S,S-dioxide, oxazolidinonyl, dihydropyrazolyl, dihydropyrrolyl, 25 dihydropyrazinyl, dihydropyridinyl, dihydropyrimidinyl, dihydrofuryl, dihydropyranyl, tetrahydrothienyl S-oxide, tetrahydrothienyl S,S-dioxide, and homothiomorpholinyl S-oxide,

where the  $R_1$ -heterocycle group is bonded by any atom of the parent  $R_1$ -heterocycle group substituted by hydrogen such that the new bond to the  $R_1$ -heterocycle group replaces the 30 hydrogen atom and its bond, where heterocycle is optionally substituted with 1, 2, 3, or 4 groups that are independently:

(a)  $C_1-C_6$  alkyl optionally substituted with one, two or three substituents independently

selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, and C<sub>1</sub>-C<sub>3</sub> alkoxy,

(b) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>

(c) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>

(d) halogen,

(e) C<sub>1</sub>-C<sub>6</sub> alkoxy,

(f) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

(g) -NR<sub>N-2</sub>R<sub>N-3</sub>,

(h) -OH,

(i) -C≡N,

(j) (CH<sub>2</sub>)<sub>0-4</sub>-(C<sub>3</sub>-C<sub>8</sub> cycloalkyl), optionally substituted with 1, 2, or 3 groups independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(k) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(l) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(m) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

(n) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl), and

(o) =O,

(p) -(CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-SO<sub>2</sub>-

(q) -(CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-C(O)-

(8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(9) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl),

(10) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl),

(11) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>3</sub>-C<sub>8</sub> cycloalkyl),

(12) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-aryl</sub>,

(13) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heteroaryl</sub>,

(14) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heterocycle}$ ,

(15) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_{\text{N}-4}$  wherein  $\text{R}_{\text{N}-4}$  is selected from the group consisting of phenyl, morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl, thienyl, pyrazolyl, pyridyl N-oxide, oxazolyl, thiazolyl, imidazolyl, and pyrrolidinyl where each group is optionally substituted with one, two, three, or four groups that are independently  $\text{C}_1\text{-C}_6$  alkyl,

(16) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  is selected from the group consisting of:

(a)  $\text{C}_1\text{-C}_6$  alkyl,

(b) -  $(\text{CH}_2)_{0-2}-(\text{R}_1\text{-aryl})$ ,

(c)  $\text{C}_2\text{-C}_6$  alkenyl,

(d)  $\text{C}_2\text{-C}_6$  alkynyl,

(e) -  $(\text{CH}_2)_{0-2}-\text{C}_3\text{-C}_8$  cycloalkyl,

(f) -  $(\text{CH}_2)_{0-2}-(\text{R}_1\text{-heteroaryl})$ , and

(g) -  $(\text{CH}_2)_{0-2}-(\text{R}_1\text{-heterocycle})$ ,

(17) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,

(18) -  $(\text{CH}_2)_{0-4}-\text{SO}-(\text{C}_1\text{-C}_8 \text{ alkyl})$ ,

(19) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_1\text{-C}_{12} \text{ alkyl})$ ,

(20) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_3\text{-C}_8 \text{ cycloalkyl})$ ,

(21) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$ ,

(22) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(23) -  $(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(24) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$ ,

(25) -  $(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,

(26) -  $(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4}$ ,

(27) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1\text{-C}_6 \text{ alkyl})$ ,

(28) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{100})_2$  wherein

$\text{R}_{100}$  at each occurrence is independently -H or  $\text{C}_1\text{-C}_4$  alkyl,

(29) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(30) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(31) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})$ ,

- (32)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})-\text{COOH}$ ,
- (33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})$ ,
- (34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five of } -\text{F})$ ,
- (35)  $\text{C}_3-\text{C}_8 \text{ cycloalkyl}$ ,
- (36)  $\text{C}_2-\text{C}_6 \text{ alkenyl optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F, } -\text{Cl, } -\text{Br, } -\text{I, } -\text{OH, } -\text{SH, } -\text{C}\equiv\text{N, } -\text{CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, or } -\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,
- (37)  $\text{C}_2-\text{C}_6 \text{ alkynyl optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F, } -\text{Cl, } -\text{Br, } -\text{I, } -\text{OH, } -\text{SH, } -\text{C}\equiv\text{N, } -\text{CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, or } -\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,
- (38)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$ ,
- (39)  $-(\text{CH}_2)_{1-4}-(\text{C}_3-\text{C}_8 \text{ cycloalkyl})$ ,
- (B)  $-\text{R}_{\text{N-heteroaryl}}$  where  $\text{R}_{\text{N-heteroaryl}}$  is selected from the group consisting of:
- pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indolizinyl, indazolyl, benzisothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanlyl, chromanlyl, tetrahydroisoquinolinyl, isobenzotetrahydrofuranlyl, isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl, pyridopyridinyl, benzotetrahydrofuranlyl, benzotetrahydrothienyl, purinyl, benzodioxolyl, triazinyl, hexoxazinyl, phenothiazinyl, pteridinyl, benzothiazolyl, imidazothiazolyl, dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl, dihydrobenzisothiazinyl, benzopyranlyl, benzothiopyranlyl, coumarinyl, isocoumarinyl, chromonyl, chromanonyl, tetrahydroquinolinyl, dihydroquinolinyl, dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl, dihydroisocoumarinyl, isoindolinonyl, benzodioxanlyl, benzoxazolinonyl, pyridinyl-N-

oxide, pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide, indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide, quinazolinyl N-oxide, quinoxaliny N-oxide, phthalazinyl N-oxide, imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide, thiazolyl N-oxide, indoliziny N-oxide, indazolyl N-oxide, benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, benzothiopyranyl S,S-dioxide, imidazopyrazolyl, quinazolinonyl, pyrazopyridyl, benzooxadiazolyl, dihydropyrimidinonyl, and dihydrobenzofuranonyl,

where the  $R_N$ -heteroaryl group is bonded by any atom of the parent  $R_N$ -heteroaryl group substituted by hydrogen such that the new bond to the  $R_N$ -heteroaryl group replaces the hydrogen atom and its bond, where heteroaryl is optionally substituted with one, two, three, or four of:

(1)  $C_1$ - $C_6$  alkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>,  $C_1$ - $C_3$  alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(2) -OH,

(3) -NO<sub>2</sub>,

(4) -F, -Cl, -Br, -I,

(5) -CO<sub>2</sub>H,

(6) -C≡N,

(7) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,

(8) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(9) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl),

(10) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl),

(11) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>3</sub>-C<sub>8</sub> cycloalkyl),

(12) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-aryl,

(13) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heteroaryl,

(14) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heterocycle,

(15) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub>

- (16)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$
- (17)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3},$
- (18)  $-(\text{CH}_2)_{0-4}-\text{SO}-(\text{C}_1-\text{C}_8 \text{ alkyl}),$
- (19)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_1-\text{C}_{12} \text{ alkyl}),$
- 5 (20)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_3-\text{C}_8 \text{ cycloalkyl}),$
- (21)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5},$
- (22)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2, ,$
- (23)  $-(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2,$
- (24)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2},$
- 10 (25)  $-(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3},$
- (26)  $-(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4},$
- (27)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl}),$
- (28)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{100})_2,$
- (29)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2,$
- 15 (30)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2,$
- (31)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5}),$
- (32)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})-\text{COOH},$
- (33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5}),$
- (34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally}$
- 20 substituted with one, two, three, four, or five of -F),
- (35)  $\text{C}_3-\text{C}_8 \text{ cycloalkyl},$
- (36)  $\text{C}_2-\text{C}_6 \text{ alkenyl optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C}\equiv\text{N, -CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, or -NR}_{1-a}\text{R}_{1-b},$
- 25 (37)  $\text{C}_2-\text{C}_6 \text{ alkynyl optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C}\equiv\text{N, -CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, or -NR}_{1-a}\text{R}_{1-b},$
- (38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2},$
- (39)  $-(\text{CH}_2)_{1-4}-\text{C}_3-\text{C}_8 \text{ cycloalkyl},$
- 30 (C)  $\text{R}_{\text{N-aryl}}-\text{W}-\text{R}_{\text{N-aryl}},$
- (D)  $\text{R}_{\text{N-aryl}}-\text{W}-\text{R}_{\text{N-heteroaryl}},$
- (E)  $\text{R}_{\text{N-aryl}}-\text{W}-\text{R}_{1-\text{heterocycle}}, ,$
- (F)  $\text{R}_{\text{N-heteroaryl}}-\text{W}-\text{R}_{\text{N-aryl}},$
- (G)  $\text{R}_{\text{N-heteroaryl}}-\text{W}-\text{R}_{\text{N-heteroaryl}},$
- 35 (H)  $\text{R}_{\text{N-heteroaryl}}-\text{W}-\text{R}_{\text{N-1-heterocycle}},$

- (I)  $R_N$ -heterocycle-W- $R_N$ -aryl,  
 (J)  $R_N$ -heterocycle-W- $R_N$ -heteroaryl,  
 (K)  $R_N$ -heterocycle-W- $R_N$ -1-heterocycle,

where W is

- 5 (15)  $-(CH_2)_{1-4}-$ ,  
 (16)  $-O-$ ,  
 (17)  $-S(O)_{0-2}-$ ,  
 (18)  $-N(R_{N-5})-$ ,  
 (19)  $-CO-$ ; or  
 10 (20) a bond;

(II)  $-CO-(C_1-C_{10}$  alkyl) wherein the alkyl is optionally substituted with one two or three substituents independently selected from the group consisting of:

- (A)  $-OH$ ,  
 15 (B)  $-C_1-C_6$  alkoxy,  
 (C)  $-C_1-C_6$  thioalkoxy,  
 (D)  $-CO-O-R_{N-8}$  where  
 $R_{N-8}$  at each occurrence is independently  $-H$ ,  $C_1-C_6$  alkyl or  $-phenyl$ ,  
 20 (E)  $-CO-NR_{N-2}R_{N-3}$ ,  
 (F)  $-CO-R_{N-4}$ ,  
 (G)  $-SO_2-(C_1-C_8$  alkyl),  
 (H)  $-SO_2-NR_{N-2}R_{N-3}$ ,  
 (I)  $-NH-CO-(C_1-C_6$  alkyl),  
 25 (J)  $-NH-CO-O-R_{N-8}$ ,  
 (K)  $-NR_{N-2}R_{N-3}$ ,  
 (L)  $-R_{N-4}$ ,  
 (M)  $-O-CO-(C_1-C_6$  alkyl),  
 (N)  $-O-CO-NR_{N-8}R_{N-8}$ ,  
 30 (O)  $-O-(C_1-C_5$  alkyl)- $COOH$ ,  
 (P)  $-O-(C_1-C_6$  alkyl optionally substituted with one, two, or three of  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ),  
 (Q)  $-NH-SO_2-(C_1-C_6$  alkyl),  
 (R) halogen,  
 35 (S)  $-N(H$  or  $R_{N-5})-SO_2-R_{N-2}$ ,

(T)  $-N(H \text{ or } R_{N-5})-CO-(R_{N-2})$ , and

(U)  $-SO_2-R_{N-2}$ ,

(III)  $-CO-(C_1-C_6 \text{ alkyl})-O-(C_1-C_6 \text{ alkyl})$  wherein each alkyl is unsubstituted or independently substituted with one, two, or three substituents selected from the group consisting of :

(A)  $-OH$ ,

(B)  $-C_1-C_6 \text{ alkoxy}$ ,

(C)  $-C_1-C_6 \text{ thioalkoxy}$ ,

(D)  $-CO-O-R_{N-8}$ ,

10 (E)  $-CO-NR_{N-2}R_{N-3}$ ,

(F)  $-CO-R_{N-4}$ ,

(G)  $-SO_2-(C_1-C_8 \text{ alkyl})$ ,

(H)  $-SO_2-NR_{N-2}R_{N-3}$ ,

(I)  $-NH-CO-(C_1-C_6 \text{ alkyl})$ ,

15 (J)  $-NH-CO-O-R_{N-8}$ ,

(K)  $-NR_{N-2}R_{N-3}$ ,

(L)  $-R_{N-4}$ ,

(M)  $-O-CO-(C_1-C_6 \text{ alkyl})$ ,

(N)  $-O-CO-NR_{N-8}R_{N-8}$ ,

20 (O)  $-O-(C_1-C_5 \text{ alkyl})-CO_2H$ ,

(P)  $-O-(C_1-C_6 \text{ alkyl})$  optionally substituted with one, two, or three groups that are independently  $-F$ ,  $-Cl$ ,  $-Br$ , or  $-I$ ,

(Q)  $-NH-SO_2-(C_1-C_6 \text{ alkyl})$ ,

25 (R) halogen,

(S)  $-N(H \text{ or } R_{N-5})-SO_2-R_{N-2}$ ,

(T)  $-N(H \text{ or } R_{N-5})-CO-(R_{N-2})$ , and

(U)  $-SO_2-R_{N-2}$ ,

(IV)  $-CO-(C_1-C_6 \text{ alkyl})-S-(C_1-C_6 \text{ alkyl})$  wherein each alkyl is unsubstituted or substituted with one, two, or three of substituents independently selected from the group consisting of:

(A)  $-OH$ ,

(B)  $-C_1-C_6 \text{ alkoxy}$ ,

35 (C)  $-C_1-C_6 \text{ thioalkoxy}$ ,

- (D)  $-\text{CO}-\text{O}-\text{R}_{\text{N}-8}$ ,  
 (E)  $-\text{CO}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,  
 (F)  $-\text{CO}-\text{R}_{\text{N}-4}$ ,  
 (G)  $-\text{SO}_2-(\text{C}_1-\text{C}_8 \text{ alkyl})$ ,  
 5 (H)  $-\text{SO}_2-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,  
 (I)  $-\text{NH}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,  
 (J)  $-\text{NH}-\text{CO}-\text{O}-\text{R}_{\text{N}-8}$ ,  
 (K)  $-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,  
 (L)  $-\text{R}_{\text{N}-4}$ ,  
 10 (M)  $-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,  
 (N)  $-\text{O}-\text{CO}-\text{NR}_{\text{N}-8}\text{R}_{\text{N}-8}$ ,  
 (O)  $-\text{O}-(\text{C}_1-\text{C}_5 \text{ alkyl})-\text{COOH}$ ,  
 (P)  $-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl})$  optionally substituted with  
 one, two, or three groups that are independently  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  
 15 or  $-\text{I}$ ),  
 (Q)  $-\text{NH}-\text{SO}_2-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,  
 (R) halogen,  
 (S)  $-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$ ,  
 (T)  $-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-(\text{R}_{\text{N}-2})$ , and  
 20 (U)  $-\text{SO}_2-\text{R}_{\text{N}-2}$ ,  
 (V)  $-\text{CO}-\text{CH}(-(\text{CH}_2)_{0-2}-\text{O}-\text{R}_{\text{N}-10})-(\text{CH}_2)_{0-2}-\text{R}_{\text{N-aryl}}/\text{R}_{\text{N-heteroaryl}}$

wherein

$\text{R}_{\text{N}-10}$  is selected from the group consisting of:

- (A)  $-\text{H}$ ,  
 25 (B)  $\text{C}_1-\text{C}_6 \text{ alkyl}$ ,  
 (C)  $\text{C}_3-\text{C}_8 \text{ cycloalkyl}$ ,  
 (D)  $\text{C}_2-\text{C}_6 \text{ alkenyl}$  with one double bond,  
 (E)  $\text{C}_2-\text{C}_6 \text{ alkynyl}$  with one triple bond,  
 (F)  $\text{R}_1\text{-aryl}$ ,  
 30 (G)  $\text{R}_{\text{N-heteroaryl}}$ ,  
 (H)  $\text{R}_{\text{N-heterocycle}}$ ,

(VI)  $-\text{CO}-(\text{C}_3-\text{C}_8 \text{ cycloalkyl})$  where the cycloalkyl group is optionally substituted with one or two substituents independently selected from the group consisting of:

- 5 (A) - (CH<sub>2</sub>)<sub>0-4</sub>-OH,  
 (B) - (CH<sub>2</sub>)<sub>0-4</sub>-C<sub>1</sub>-C<sub>6</sub> alkoxy,  
 (C) - (CH<sub>2</sub>)<sub>0-4</sub>-C<sub>1</sub>-C<sub>6</sub> thioalkoxy,  
 (D) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-8</sub>,  
 (E) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,  
 (F) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub>,  
 (G) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>8</sub> alkyl),  
 (H) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,  
 (I) - (CH<sub>2</sub>)<sub>0-4</sub>-NH-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),  
 10 (J) -NH-CO-O-R<sub>N-8</sub>,  
 (K) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,  
 (L) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,  
 (M) -O-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),  
 (N) -O-CO-NR<sub>N-8</sub>R<sub>N-8</sub>,  
 15 (O) -O-(C<sub>1</sub>-C<sub>6</sub> alkyl)-CO<sub>2</sub>H,  
 (P) -O-(C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with  
 one, two, or three groups that are independently selected from -  
 F, -Cl, -Br, and -I),  
 (Q) -NH-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),  
 20 (R) halogen,  
 (S) -N(H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub>, and  
 (T) -N(H or R<sub>N-5</sub>)-CO-(R<sub>N-2</sub>), and  
 (U) -SO<sub>2</sub>-R<sub>N-2</sub>;

where R<sub>1</sub> is H, aryl, heteroaryl, or

- 25 (I) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two  
 or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub>  
 alkyl, C<sub>1</sub>-C<sub>7</sub> alkyl (optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl and  
 C<sub>1</sub>-C<sub>3</sub> alkoxy), -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub>  
 alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub> where R<sub>1-a</sub> and R<sub>1-b</sub> are independently -H or C<sub>1</sub>-C<sub>6</sub>  
 30 alkyl, and -OC=O NR<sub>1-a</sub>R<sub>1-b</sub>,  
 (II) -CH<sub>2</sub>-S(O)<sub>0-2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),  
 (III) -CH<sub>2</sub>-CH<sub>2</sub>-S(O)<sub>0-2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(IV) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

5 (V) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(VI) -(CH<sub>2</sub>)<sub>n<sub>1</sub></sub>-(R<sub>1-aryl</sub>) where n<sub>1</sub> is zero or one and where  
10 R<sub>1-aryl</sub> is phenyl, 1-naphthyl, 2-naphthyl and indanyl, indenyl, dihydronaphthalyl, or tetralinyl optionally substituted with one, two, three or four of the following substituents on the aryl ring:

(A) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one,  
15 two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(B) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents  
20 selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(C) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -  
25 CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(D) -F, Cl, -Br or -I,

(F) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two or three of - F,

(G) -NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> are as defined  
30 below,

(H) -OH,

(I) -C≡N,

(J) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group

consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(K) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(L) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

5 (M) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

(N) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(VII) -(CH<sub>2</sub>)<sub>n1</sub>-(R<sub>1</sub>-heteroaryl) and where R<sub>1</sub>-heteroaryl is selected from the group consisting of:

pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl,  
10 indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl,  
15 triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranlyl, isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl, pyridopyridinyl, benzotetrahydrofuranlyl, benzotetrahydrothienyl,  
20 purinyl, benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl, pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl, dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl, dihydrobenzisothiazinyl, benzopyranyl, benzothiopyranyl, coumarinyl, isocoumarinyl, chromonyl, chromanonyl, pyridinyl-N-oxide,  
25 tetrahydroquinolinyl, dihydroquinolinyl, dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl, dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl, benzoxazolinonyl, pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide, indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide, quinazolinyl N-oxide, quinoxalinyl N-oxide, phthalazinyl N-oxide, imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide, thiazolyl N-oxide, indoliziny, indazolyl N-oxide, benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-

oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, benzothiopyranyl S,S-dioxide,

where the  $R_1$ -heteroaryl group is bonded to  $-(CH_2)_{n1}-$  by any ring atom of the parent  $R_N$ -heteroaryl group substituted by hydrogen such that the new bond to the  $R_1$ -heteroaryl group replaces the hydrogen atom and its bond, where heteroaryl is optionally substituted with one, two, three or four of:

(1)  $C_1-C_6$  alkyl optionally substituted with one, two or three substituents selected from the group consisting of  $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1-C_3$  alkoxy, and -NR $_{1-a}R_{1-b}$ ,

(2)  $C_2-C_6$  alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1-C_3$  alkoxy, and -NR $_{1-a}R_{1-b}$ ,

(3)  $C_2-C_6$  alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1-C_3$  alkoxy, and -NR $_{1-a}R_{1-b}$ ,

(4) -F, Cl, -Br or -I,

(6)  $-C_1-C_6$  alkoxy optionally substituted with one, two, or three of -F,

(7) -NR $_{N-2}R_{N-3}$  where  $R_{N-2}$  and  $R_{N-3}$  are as defined below,

(8) -OH,

(9) -C $\equiv$ N,

(10)  $C_3-C_7$  cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1-C_3$  alkoxy, and -NR $_{1-a}R_{1-b}$ ,

(11) -CO-( $C_1-C_4$  alkyl),

(12) -SO $_2$ -NR $_{1-a}R_{1-b}$ ,

(13) -CO-NR $_{1-a}R_{1-b}$ , or

(14)  $-\text{SO}_2-(\text{C}_1-\text{C}_4 \text{ alkyl})$ , with the proviso that when  $n_1$  is zero,  $\text{R}_1$ -heteroaryl is not bonded to the carbon chain by nitrogen, or

(VIII)  $-(\text{CH}_2)_{n1}-(\text{R}_1\text{-heterocycle})$  and  $\text{R}_1\text{-heterocycle}$  is selected from the group consisting of:

morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide,  
 thiomorpholinyl S,S-dioxide, piperazinyl,  
 homopiperazinyl, pyrrolidinyl, pyrrolinyl,  
 tetrahydropyranyl, piperidinyl, tetrahydrofuranyl,  
 tetrahydrothienyl, homopiperidinyl, homomorpholinyl,  
 homomorpholinyl S-oxide, homothiomorpholinyl S,S-  
 dioxide, oxazolidinonyl, dihydropyrazolyl,  
 dihydropyrrolyl dihydropyrazinyl dihydropyridinyl  
 dihydropyrimidinyl, dihydrofuryl, dihydropyranyl,  
 tetrahydrothienyl S-oxide, tetrahydrothienyl S,S-  
 dioxide, homothiomorpholinyl S-oxide,

where the  $\text{R}_1\text{-heterocycle}$  group is bonded by any atom of the parent  $\text{R}_1\text{-heterocycle}$  group substituted by hydrogen such that the new bond to the  $\text{R}_1\text{-heterocycle}$  group replaces the hydrogen atom and its bond, where heterocycle is optionally substituted with one, two, three or four:

(1)  $\text{C}_1-\text{C}_6$  alkyl optionally substituted with one, two or three substituents selected from the group consisting of  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(2)  $\text{C}_2-\text{C}_6$  alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected from the group consisting of  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(3)  $\text{C}_2-\text{C}_6$  alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(4)  $-\text{F}$ ,  $\text{Cl}$ ,  $-\text{Br}$ , or  $-\text{I}$ ,

- (5) C<sub>1</sub>-C<sub>6</sub> alkoxy,  
 (6) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,  
 (7) -NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> are as  
 5 defined below,  
 (8) -OH,  
 (9) -C≡N,  
 (10) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group  
 10 consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,  
 (11) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),  
 (12) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,  
 (13) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>,  
 15 (14) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),  
 (15) =O, with the proviso that when n<sub>1</sub> is zero R<sub>1</sub>-heterocycle is not bonded to the carbon chain by nitrogen; where R<sub>20</sub> is H, CH<sub>3</sub>, or C<sub>2-6</sub> alkyl or alkenyl either of which may be optionally substituted with one, two or three substituents  
 20 independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -CON, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>; where n is 0 or 1;  
 where R<sub>c</sub> is -R<sub>A</sub>, -O-R<sub>A</sub>, -X-R<sub>A</sub>, -NH-NHR<sub>A</sub>, -NR<sub>20</sub>-NHR<sub>A</sub>, -NH-NR<sub>20</sub>R<sub>A</sub> or -NR<sub>20</sub>-NR<sub>20</sub>R<sub>A</sub>, wherein X is -CH<sub>2</sub>-, -CH(R<sub>A</sub>)-, -S-, -S(=O)-, -SO<sub>2</sub>-, -  
 25 NH-, -N(R<sub>20</sub>)-, -N(R<sub>A</sub>)-, -NH-N(R<sub>A</sub>)-, or -NR<sub>20</sub>-N(R<sub>A</sub>)-;  
 where R<sub>A</sub> is  
 (I) -C<sub>1</sub>-C<sub>10</sub> alkyl optionally substituted with one, two or three groups independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-  
 30 phenyl, -NR<sub>1-a</sub>R<sub>1-b</sub>, -OC=O NR<sub>1-a</sub>R<sub>1-b</sub>, -S(=O)<sub>0-2</sub> R<sub>1-a</sub>, -NR<sub>1-a</sub>C=O NR<sub>1-a</sub>R<sub>1-b</sub>, -C=O NR<sub>1-a</sub>R<sub>1-b</sub>, and -S(=O)<sub>2</sub> NR<sub>1-a</sub>R<sub>1-b</sub> wherein  
 R<sub>1-a</sub> and R<sub>1-b</sub> at each occurrence are independently H or C<sub>1</sub>-C<sub>6</sub> alkyl,

(II)  $-(CH_2)_{0-3}-(C_3-C_8)$  cycloalkyl optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl, halogen,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_6$  alkoxy,  $-O$ -phenyl,  $-CO_2H$ ,  $-CO_2-(C_1-C_4 \text{ alkyl})$ , and  $-NR_{1-a}R_{1-b}$

5 (III)  $-(CR_{C-x}R_{C-y})_{0-4}-R_{C-aryl}$  where  $R_{C-x}$  and  $R_{C-y}$  are independently selected from the group consisting of

$-H$ ,

$C_1-C_4$  alkyl optionally substituted with 1 or 2  $-OH$ ,

$C_1-C_4$  alkoxy optionally substituted with 1, 2, or 3

10 halogen,

$-(CH_2)_{0-4}-C_3-C_8$  cycloalkyl,

$C_2-C_6$  alkenyl containing one or two double bonds,

$C_2-C_6$  alkynyl containing one or two triple bonds, and phenyl,

15 or

$R_{C-x}$  and  $R_{C-y}$  are taken together with the carbon to which they are attached to form a carbocycle of three, four, five, six or seven carbon atoms, where one carbon atom is optionally replaced by a group selected from  $-O-$ ,  $-S-$ ,  $-SO_2-$ ,  
20  $-NR_{N-2}-$  and  $R_{C-aryl}$ , wherein

$R_{C-aryl}$  at each occurrence is independently phenyl; naphthyl; tetralinyl; indanyl; dihydronaphthyl; or 6,7,8,9-tetrahydro-5H-benzo[a]cycloheptenyl, each of which is optionally substituted with 1, 2, or 3 groups that are independently:

25 (1)  $C_1-C_6$  alkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $C_1-C_3$  alkyl, halogen,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(2)  $-OH$ ,

30 (3)  $-NO_2$ ,

(4) halogen,

(5)  $-CO_2H$ ,

(6)  $-C\equiv N$ ,

(7)  $-(CH_2)_{0-4}-CO-NR_{N-2}R_{N-3}$  where

$R_{N-2}$  and  $R_{N-3}$  are independently selected from the group consisting of:

- (a) -H,
- (b) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one substituent selected from the group consisting of:
  - (i) -OH, and
  - (ii) -NH<sub>2</sub>,
- (c) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with 1, 2, or 3 groups that are independently -F, -Cl, -Br, -I, or OH,
- (d) -C<sub>3</sub>-C<sub>7</sub> cycloalkyl,
- (e) -(C<sub>1</sub>-C<sub>2</sub> alkyl)-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- (f) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>3</sub> alkyl),
- (g) -C<sub>2</sub>-C<sub>6</sub> alkenyl
- (h) -C<sub>2</sub>-C<sub>6</sub> alkynyl
- (i) -C<sub>1</sub>-C<sub>6</sub> alkyl chain with one double bond and one triple bond,
- (j) -R<sub>1</sub>-aryl wherein R<sub>1</sub>-aryl at each occurrence is independently phenyl, naphthyl, indanyl, indenyl, dihydronaphthyl, or tetralinyl each of which is optionally substituted with 1, 2, 3, or 4 groups that are independently:
  - (i) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, and C<sub>1</sub>-C<sub>3</sub> alkoxy,
  - (ii) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
  - (iii) C<sub>2</sub>-C<sub>6</sub> alkynyl optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
  - (iv) -F, Cl, -Br and -I,

- (v)  $-C_1-C_6$  alkoxy optionally substituted with 1, 2, or 3  $-F$ ,
- (vi)  $-NR_{N-2}R_{N-3}$ ,
- (vii)  $-OH$ ,
- (viii)  $-C\equiv N$ ,
- (ix)  $C_3-C_7$  cycloalkyl, optionally substituted with 1, 2, or 3 groups that are selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,
- (x)  $-CO-(C_1-C_4 \text{ alkyl})$ ,
- (xi)  $-SO_2-NR_{1-a}R_{1-b}$ ,
- (xii)  $-CO-NR_{1-a}R_{1-b}$ , or
- (xiii)  $-SO_2-(C_1-C_4 \text{ alkyl})$ ,
- (k)  $-R_1\text{-heteroaryl}$  wherein  $R_1\text{-heteroaryl}$  at each occurrence is independently selected from the group consisting of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indolizinyl, indazolyl, benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranlyl, isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl, pyridopyridinyl, benzotetrahydrofuranlyl, benzotetrahydrothienyl, purinyl, benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl, pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl, dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl, dihydrobenzisothiazinyl, benzopyranyl, benzothiopyranyl, coumarinyl, isocoumarinyl, chromonyl, chromanonyl, pyridinyl-N-oxide, tetrahydroquinolinyl, dihydroquinolinyl, dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl,

dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl,  
benzoxazolinonyl, pyrrolyl N-oxide, pyrimidinyl N-oxide,  
pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide,  
indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide,  
5 quinazolinyl N-oxide, quinoxalinyl N-oxide, phthalazinyl N-  
oxide, imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide,  
thiazolyl N-oxide, indoliziny N-oxide, indazolyl N-oxide,  
benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-  
oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-  
10 oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, and  
benzothiopyranyl S,S-dioxide,

where the  $R_1$ -heteroaryl group is  
optionally substituted with 1, 2, 3, or 4 groups that are  
independently:

- 15 (i)  $C_1-C_6$  alkyl optionally  
substituted with 1, 2, or 3 groups independently selected from  
the group consisting of  $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  
-NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, and  $C_1-C_3$  alkoxy,
- (ii)  $C_2-C_6$  alkenyl optionally  
20 substituted with 1, 2, or 3 groups that are independently -F, -  
Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>,  $C_1-C_3$  alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
- (iii)  $C_2-C_6$  alkynyl optionally  
substituted with 1, 2, or 3 groups that are independently  
selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -  
25 CF<sub>3</sub>,  $C_1-C_3$  alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
- (iv) -F, -Cl, -Br and -I,  
(v)  $-C_1-C_6$  alkoxy optionally  
substituted with one, two, or three -F,
- (vi)  $-(CH_2)_{0-4}-NR_{N-2}R_{N-3}$ ,  
30 (vii) -OH,  
(viii) -C≡N,  
(ix)  $(CH_2)_{0-4}-C_3-C_7$  cycloalkyl,  
optionally substituted with 1, 2, or 3 groups that are

independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(x) (CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(xi) (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,

5 (xii) (CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,

(xiii) (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>6</sub>

alkyl),

(xiv) (CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-SO<sub>2</sub>-, and

(xv) (CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-C(O)-,

10 (8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(9) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl),

(10) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl),

(11) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(CH<sub>2</sub>)<sub>0-4</sub> (C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(12) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-aryl,

15 (13) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heteroaryl,

(14) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1</sub>-heterocycle wherein

R<sub>1</sub>-heterocycle at each occurrence is independently selected from the group consisting of morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide, thiomorpholinyl S,S-dioxide, piperazinyl, homopiperazinyl, pyrrolidinyl, pyrrolinyl, 20 tetrahydropyranyl, piperidinyl, tetrahydrofuranyl, tetrahydrothienyl, homopiperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S,S-dioxide, oxazolidinonyl, dihydropyrazolyl, dihydropyrrolyl, 25 dihydropyrazinyl, dihydropyridinyl, dihydropyrimidinyl, dihydrofuryl, dihydropyranyl, tetrahydrothienyl S-oxide, tetrahydrothienyl S,S-dioxide, and homothiomorpholinyl S-oxide,

where the R<sub>1</sub>-heterocycle group is bonded by any atom of the parent R<sub>1</sub>-heterocycle group substituted by hydrogen 30 such that the new bond to the R<sub>1</sub>-heterocycle group replaces the hydrogen atom and its bond, where heterocycle is optionally substituted with 1, 2, 3, or 4 groups that are independently:

(a) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently

selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, and C<sub>1</sub>-C<sub>3</sub> alkoxy,

(b) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>

(c) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>

(d) halogen,

(e) C<sub>1</sub>-C<sub>6</sub> alkoxy,

(f) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

(g) -NR<sub>N-2</sub>R<sub>N-3</sub>,

(h) -OH,

(i) -C≡N,

(j) (CH<sub>2</sub>)<sub>0-4</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl), optionally substituted with 1, 2, or 3 groups independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(k) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(l) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(m) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

(n) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl), and

(o) =O,

(p) -(CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-SO<sub>2</sub>-

(q) -(CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-C(O)-

(15) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> wherein

R<sub>N-4</sub> at each occurrence is independently selected from the group consisting of morpholinyl, thiomorpholinyl, pyrrolidinonyl, pyrrolyl, pyrazolyl, thienyl, pyridyl N-oxide, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide,

homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with 1, 2, 3, or 4 groups that are independently C<sub>1</sub>-C<sub>6</sub> alkyl,

(16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO<sub>2</sub>-R<sub>N-5</sub> where

5 R<sub>N-5</sub> at each occurrence is independently selected from the group consisting of:

(a) C<sub>1</sub>-C<sub>6</sub> alkyl,

(b) - (CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1</sub>-aryl),

(c) C<sub>2</sub>-C<sub>6</sub> alkenyl,

10 (d) C<sub>2</sub>-C<sub>6</sub> alkynyl,

(e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, and

(f) - (CH<sub>2</sub>)<sub>0-4</sub>-(R<sub>1</sub>-heteroaryl),

(17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>

(18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO-(C<sub>1</sub>-C<sub>8</sub> alkyl),

15 (19) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO<sub>2</sub>-R<sub>N-5</sub>,

(22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

20 (24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub>,

(25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,

(26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,

(27) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),

25 (28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O)-(OR<sub>100</sub>)<sub>2</sub> where R<sub>100</sub> is independently H or C<sub>1</sub>-C<sub>4</sub> alkyl,

(29) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(30) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

(31) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>),

(32) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>)-COOH,

30 (33) - (CH<sub>2</sub>)<sub>0-4</sub>-S-(R<sub>N-5</sub>),

(34) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(C<sub>1</sub>-C<sub>6</sub> alkyl) wherein the alkyl group is optionally substituted with one, two, three, four, or five substituents independently selected from the group consisting of F, Cl, Br, and I,

35 (35) - (CH<sub>2</sub>)<sub>0-4</sub>-(C<sub>3</sub>-C<sub>8</sub> cycloalkyl),

(36) C<sub>2</sub>-C<sub>6</sub> alkenyl optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(37) C<sub>2</sub>-C<sub>6</sub> alkynyl optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>, and

(38) -(CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub>;

(IV) -(CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C</sub>-heteroaryl wherein

R<sub>C</sub>-heteroaryl at each occurrence is independently selected from the group consisting of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzoisothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranlyl, isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl, pyridopyridinyl, benzotetrahydrofuranlyl, benzotetrahydrothienyl, purinyl, benzodioxolyl, triazinyl, hexoxazinyl, phenothiazinyl, pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl, dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl, dihydrobenzisothiazinyl, benzopyranyl, benzothiopyranyl, coumarinyl, isocoumarinyl, chromonyl, chromanonyl, tetrahydroquinolinyl, dihydroquinolinyl, dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl, dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl, benzoxazolinonyl, imidazopyrazolyl, quinazolinonyl, pyrazopyridyl, benzooxadiazolyl, dihydropyrimidinonyl, dihydrobenzofuranonyl, pyridinyl-N-oxide, pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide, indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide, quinazolinyl N-oxide,

WO 03/043975

quinoxaliny N-oxide, phthalaziny N-oxide, imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide, thiazolyl N-oxide, indoliziny N-oxide, indazolyl N-oxide, benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, and benzothiopyranyl S,S-dioxide,

where the  $R_C$ -heteroaryl group is bonded by any atom of the parent  $R_C$ -heteroaryl group substituted by hydrogen such that the new bond to the  $R_C$ -heteroaryl group replaces the hydrogen atom and its bond, where heteroaryl is optionally substituted 1, 2, 3, or 4 groups that are independently:

- (1)  $C_1$ - $C_6$  alkyl, optionally substituted with 1, 2, or 3 groups independently selected from the group consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1$ - $C_3$  alkoxy, and -NR $_{1-a}$ R $_{1-b}$ ,
- (2) -OH,
- (3) -NO $_2$ ,
- (4) -F, -Cl, -Br, -I,
- (5) -CO-OH,
- (6) -C $\equiv$ N,
- (7) - (CH $_2$ ) $_{0-4}$ -CO-NR $_{N-2}$ R $_{N-3}$ ,
- (8) - (CH $_2$ ) $_{0-4}$ -CO- ( $C_1$ - $C_{12}$  alkyl),
- (9) - (CH $_2$ ) $_{0-4}$ -CO- ( $C_2$ - $C_{12}$  alkenyl with one, two or three double bonds),
- (10) - (CH $_2$ ) $_{0-4}$ -CO- ( $C_2$ - $C_{12}$  alkynyl with one, two or three triple bonds),
- (11) - (CH $_2$ ) $_{0-4}$ -CO- ( $C_3$ - $C_7$  cycloalkyl),
- (12) - (CH $_2$ ) $_{0-4}$ -CO-R $_1$ -aryl,
- (13) - (CH $_2$ ) $_{0-4}$ -CO-R $_1$ -heteroaryl,
- (14) - (CH $_2$ ) $_{0-4}$ -CO-R $_1$ -heterocycle,
- (15) - (CH $_2$ ) $_{0-4}$ -CO-R $_{N-4}$ ,
- (16) - (CH $_2$ ) $_{0-4}$ -CO-O-R $_{N-5}$ ,
- (17) - (CH $_2$ ) $_{0-4}$ -SO $_2$ -NR $_{N-2}$ R $_{N-3}$ ,
- (18) - (CH $_2$ ) $_{0-4}$ -SO- ( $C_1$ - $C_8$  alkyl),
- (19) - (CH $_2$ ) $_{0-4}$ -SO $_2$ - ( $C_1$ - $C_{12}$  alkyl),

- (20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),  
 (21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-O-R<sub>N-5</sub>,  
 (22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-N(R<sub>N-5</sub>)<sub>2</sub>,  
 (23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>,  
 5 (24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub>,  
 (25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,  
 (26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,  
 (27) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),  
 (28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O)-(OR<sub>100</sub>)<sub>2</sub> where R<sub>100</sub> is -H or C<sub>1</sub>-C<sub>4</sub>  
 10 alkyl,  
 (29) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,  
 (30) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CS-N(R<sub>N-5</sub>)<sub>2</sub>,  
 (31) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>),  
 (32) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>)-COOH,  
 15 (33) - (CH<sub>2</sub>)<sub>0-4</sub>-S-(R<sub>N-5</sub>),  
 (34) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted  
 with one, two, three, four, or five of -F),  
 (35) C<sub>3</sub>-C<sub>7</sub> cycloalkyl,  
 (36) C<sub>2</sub>-C<sub>6</sub> alkenyl optionally substituted with C<sub>1</sub>-C<sub>3</sub>  
 20 alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or  
 -NR<sub>1-a</sub>R<sub>1-b</sub>,  
 (37) C<sub>2</sub>-C<sub>6</sub> alkynyl optionally substituted with C<sub>1</sub>-C<sub>3</sub>  
 alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or  
 -NR<sub>1-a</sub>R<sub>1-b</sub>,  
 25 (38) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub>,  
 (39) - (CH<sub>2</sub>)<sub>0-4</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),  
 (V) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-aryl</sub>-R<sub>101</sub>-R<sub>C-aryl</sub>,  
 (VI) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-aryl</sub>-R<sub>101</sub>-R<sub>C-heteroaryl</sub>,  
 (VII) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-heteroaryl</sub>-R<sub>101</sub>-R<sub>C-aryl</sub>,  
 30 (VIII) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-heteroaryl</sub>-R<sub>101</sub>-R<sub>C-heteroaryl</sub>,  
 (IX) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-aryl</sub>-R<sub>101</sub>-R<sub>1-heterocycle</sub>,  
 (X) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-heteroaryl</sub>-R<sub>101</sub>-R<sub>1-heterocycle</sub>,  
 (XI) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>1-heterocycle</sub>-R<sub>101</sub>-R<sub>C-aryl</sub>,  
 (XII) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>1-heterocycle</sub>-R<sub>101</sub>-R<sub>C-heteroaryl</sub>,  
 35 (XIII) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>1-heterocycle</sub>-R<sub>101</sub>-R<sub>1-heterocycle</sub>, wherein  
 -241-

$R_{101}$  is a bond,  $(CH_2)_{0-4}$ ,  $-O-$ ,  $-NH-$ , or  $-N(C_1-C_6 \text{ alkyl})$

(XIV)  $-(CR_{C-x}R_{C-y})_{0-4}-R_1\text{-heterocycle}$ ,

(XV)  $-[C(R_{C-1})(R_{C-2})]_{1-3}-CO-N(R_{C-3})_2$  where  $R_{C-1}$  and  $R_{C-2}$  are the same or different and are selected from the group consisting of:

- 5 (A)  $-H$ ,
- (B)  $-C_1-C_6$  alkyl, optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_6$  alkoxy,  $-O\text{-phenyl}$ , and  $-NR_{1-a}R_{1-b}$ ,
- 10 (C)  $C_2-C_6$  alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_6$  alkoxy,  $-O\text{-phenyl}$ , and  $-NR_{1-a}R_{1-b}$ ,
- 15 (D)  $C_2-C_6$  alkynyl optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_6$  alkoxy,  $-O\text{-phenyl}$ , and  $-NR_{1-a}R_{1-b}$ ,
- (E)  $-(CH_2)_{1-2}-S(O)_{0-2}-(C_1-C_6 \text{ alkyl})$ ,
- 20 (F)  $-(CH_2)_{0-4}-C_3-C_7$  cycloalkyl, optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_6$  alkoxy,  $-O\text{-phenyl}$ , and  $-NR_{1-a}R_{1-b}$ ,
- (G)  $-(C_1-C_4 \text{ alkyl})-R_1\text{-aryl}$ ,
- 25 (H)  $-(C_1-C_4 \text{ alkyl})-R_C\text{-heteroaryl}$ ,
- (I)  $-(C_1-C_4 \text{ alkyl})-R_1\text{-heterocycle}$ ,
- (J)  $-R_C\text{-heteroaryl}$ ,
- (K)  $-R_1\text{-heterocycle}$ ,
- (M)  $-(CH_2)_{1-4}-R_{C-4}-(CH_2)_{0-4}-R_1\text{-aryl}$  where  $R_{C-4}$  is  $-O-$ ,  $-S-$  or
- 30  $-NR(C_1-C_6 \text{ alkyl})-$ ,
- (N)  $-(CH_2)_{1-4}-R_{C-4}-(CH_2)_{0-4}-R_C\text{-heteroaryl}$ ,
- (O)  $-R_1\text{-aryl}$ ,

and where

$R_{C-3}$  at each occurrence is independently:

- (A) -H,
- (B) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
- 5 (C) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
- 10 (D) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
- 15 (E) -(CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,
- 20 (F) -R<sub>1</sub>-aryl,
- (G) -R<sub>C</sub>-heteroaryl,
- (H) -R<sub>1</sub>-heterocycle,
- (I) -(C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1</sub>-aryl,
- 25 (J) -(C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>C</sub>-heteroaryl,
- (K) -(C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1</sub>-heterocycle,
- (XVI) -CH(R<sub>C</sub>-aryl)<sub>2</sub>,
- (XVII) -CH(R<sub>C</sub>-heteroaryl)<sub>2</sub>,
- (XVIII) -CH(R<sub>C</sub>-aryl)(R<sub>C</sub>-heteroaryl),
- 30 (XIX) -cyclopentyl, -cyclohexyl, or -cycloheptyl ring fused to R<sub>C</sub>-aryl or R<sub>C</sub>-heteroaryl or R<sub>1</sub>-heterocycle where one carbon of cyclopentyl, cyclohexyl, or -cycloheptyl is optionally replaced with NH, NR<sub>N-5</sub>, O, S(=O)<sub>0-2</sub>, and where cyclopentyl, cyclohexyl,

or -cycloheptyl is optionally substituted with one or two -C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, =O, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(XX) C<sub>2</sub>-C<sub>10</sub> alkenyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(XXI) C<sub>2</sub>-C<sub>10</sub> alkynyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(XXI) -(CH<sub>2</sub>)<sub>0-1</sub>-CHRC<sub>6</sub>-(CH<sub>2</sub>)<sub>0-1</sub>-R<sub>C</sub>-aryl wherein

R<sub>C-6</sub> is -(CH<sub>2</sub>)<sub>0-6</sub>-OH,

(XXII) -(CH<sub>2</sub>)<sub>0-1</sub>-CHRC<sub>6</sub>-(CH<sub>2</sub>)<sub>0-1</sub>-R<sub>C</sub>-heteroaryl,

(XXIII) -CH(-R<sub>C</sub>-aryl or R<sub>C</sub>-heteroaryl)-CO-O(C<sub>1</sub>-C<sub>4</sub> alkyl),

(XXIV) -CH(-CH<sub>2</sub>-OH)-CH(-OH)-alkyl-NO<sub>2</sub>,

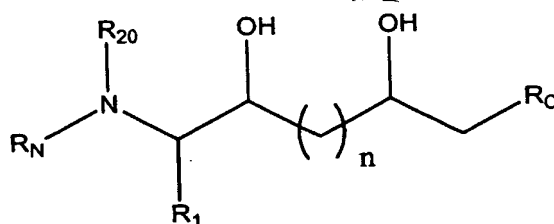
(XXV) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>6</sub> alkyl)-OH,

(XXVII) -CH<sub>2</sub>-NH-CH<sub>2</sub>-CH(-O-CH<sub>2</sub>-CH<sub>3</sub>)<sub>2</sub>,

(XXVIII) -H, and

(XXIX) -(CH<sub>2</sub>)<sub>0-6</sub>-C(=NR<sub>1-a</sub>)(NR<sub>1-a</sub>R<sub>1-b</sub>).

2. A compound of the formula I:



(I)

or a pharmaceutically acceptable salt thereof, wherein R<sub>1</sub> is:

(I) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, C<sub>1</sub>-C<sub>7</sub> alkyl (optionally substituted

with C<sub>1</sub>-C<sub>3</sub> alkyl and C<sub>1</sub>-C<sub>3</sub> alkoxy), -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub> where R<sub>1-a</sub> and R<sub>1-b</sub> are independently -H or C<sub>1</sub>-C<sub>6</sub> alkyl, -OC=O NR<sub>1-a</sub>R<sub>1-b</sub>,

(II) -CH<sub>2</sub>-S(O)<sub>0-2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),

5 (III) -CH<sub>2</sub>-CH<sub>2</sub>-S(O)<sub>0-2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(IV) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected independently from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

10 (V) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected independently from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(VI) -(CH<sub>2</sub>)<sub>n<sub>1</sub></sub>-(R<sub>1-aryl</sub>) where n<sub>1</sub> is zero or one and where  
15 R<sub>1-aryl</sub> is phenyl, 1-naphthyl, 2-naphthyl and indanyl, indenyl, dihydronaphthyl, tetralinyl optionally substituted with one, two, three or four of the following independently selected substituents on the aryl ring:

(A) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one,  
20 two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy,

(B) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents  
25 independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(C) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents  
independently selected from the group consisting of -F, -Cl, -  
30 OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(D) -F, Cl, -Br and -I,

(E) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two or three -F,

(F) -NR<sub>N-2</sub>R<sub>N-3</sub>,

(G) -OH,

(H) -C≡N,

(I) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group

5 consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(J) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(K) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(L) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

10 (M) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(VII) -(CH<sub>2</sub>)<sub>n1</sub>-(R<sub>1-heteroaryl</sub>) and where R<sub>1-heteroaryl</sub> is selected from the group consisting of:

pyridinyl, pyrimidinyl, quinolinyl, benzothienyl,  
indolyl, indolinyl, pyridazinyl, pyrazinyl,  
15 isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl,  
phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl,  
oxazolyl, thiazolyl, indolizinyl, indazolyl,  
benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl,  
thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl,  
20 triazolyl, tetrazolyl, oxazolopyridinyl,  
imidazopyridinyl, isothiazolyl, naphthyridinyl,  
cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl,  
chromanyl, tetrahydroisoquinolinyl, isoindolinyl,  
isobenzotetrahydrofuranlyl, isobenzotetrahydrothienyl,  
25 isobenzothienyl, benzoxazolyl, pyridopyridinyl,  
benzotetrahydrofuranlyl, benzotetrahydrothienyl,  
purinyl, benzodioxolyl, triazinyl, phenoxazinyl,  
phenothiazinyl, pteridinyl, benzothiazolyl,  
imidazopyridinyl, imidazothiazolyl,  
30 dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,  
dihydrobenzisothiazinyl, benzopyranyl,  
benzothiopyranyl, coumarinyl, isocoumarinyl,  
chromonyl, chromanonyl, pyridinyl-N-oxide,  
tetrahydroquinolinyl, dihydroquinolinyl,  
35 dihydroquinolinonyl, dihydroisoquinolinonyl,  
-246-

5 dihydrocoumarinyl, dihydroisocoumarinyl,  
isoindolinonyl, benzodioxanyl, benzoxazolinonyl,  
pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-  
oxide, pyrazinyl N-oxide, quinolinyl N-oxide, indolyl  
N-oxide, indolinyl N-oxide, isoquinolyl N-oxide,  
quinazolinyl N-oxide, quinoxalinyl N-oxide,  
phthalazinyl N-oxide, imidazolyl N-oxide, isoxazolyl  
N-oxide, oxazolyl N-oxide, thiazolyl N-oxide,  
10 indolizinyl N-oxide, indazolyl N-oxide, benzothiazolyl  
N-oxide, benzimidazolyl N-oxide, pyrrolyl N-oxide,  
oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl  
N-oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide,  
benzothiopyranyl S,S-dioxide,

15 where the  $R_1$ -heteroaryl group is bonded to  $-(CH_2)_{n1}-$   
by any ring atom of the parent  $R_1$ -heteroaryl group substituted by  
hydrogen such that the new bond to the  $R_1$ -heteroaryl group replaces  
the hydrogen atom and its bond, where heteroaryl is optionally  
substituted with one, two, three or four of:

20 (1)  $C_1-C_6$  alkyl optionally substituted with one,  
two or three substituents independently selected from the group  
consisting of  $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH,  
-SH,  $-NR_{1-a}R_{1-b}$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,

25 (2)  $C_2-C_6$  alkenyl with one or two double bonds,  
optionally substituted with one, two or three substituents  
independently selected from the group consisting of -F, -Cl, -  
OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,  $-NR_{1-a}R_{1-b}$ ,

30 (3)  $C_2-C_6$  alkynyl with one or two triple bonds,  
optionally substituted with one, two or three substituents  
independently selected from the group consisting of -F, -Cl, -  
OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,  $-NR_{1-a}R_{1-b}$ ,

(4) -F, -Cl, -Br and -I,

(5)  $-C_1-C_6$  alkoxy optionally substituted with one,  
two, or three -F,

(6)  $-NR_{N-2}R_{N-3}$ ,

(7) -OH,

(8) -C≡N,

(9) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(10) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(11) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(12) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

10 (13) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl), with the proviso that when n<sub>1</sub> is zero, R<sub>1-heteroaryl</sub> is not bonded to the carbon chain by nitrogen,

(VIII) -(CH<sub>2</sub>)<sub>n1</sub>-(R<sub>1-heterocycle</sub>) and R<sub>1-heterocycle</sub> is selected from the group consisting of:

15 morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide, thiomorpholinyl S,S-dioxide, piperazinyl, homopiperazinyl, pyrrolidinyl, pyrrolinyl, tetrahydropyranyl, piperidinyl, tetrahydrofuranyl, tetrahydrothienyl, homopiperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S,S-dioxide, oxazolidinonyl, dihydropyrazolyl, 20 dihydropyrrolyl dihydropyrazinyl dihydropyridinyl dihydropyrimidinyl, dihydrofuryl, dihydropyranlyl, tetrahydrothienyl S-oxide, tetrahydrothienyl S,S-dioxide, homothiomorpholinyl S-oxide,

25 where the R<sub>1-heterocycle</sub> group is bonded by any atom of the parent R<sub>1-heterocycle</sub> group substituted by hydrogen such that the new bond to the R<sub>1-heterocycle</sub> group replaces the hydrogen atom and its bond, where heterocycle is optionally substituted with one, two, three or four:

30 (1) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy,

(2) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

5 (3) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(4) -F, -Cl, -Br and -I,

10 (5) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

(6) -NR<sub>N-2</sub>R<sub>N-3</sub>,

(7) -OH,

(8) -C≡N,

15 (9) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(10) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

20 (11) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(12) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

(13) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(14) =O, with the proviso that when n<sub>1</sub> is zero R<sub>1-heterocycle</sub> is not bonded to the carbon chain by nitrogen;  
25 where R<sub>N</sub> is:

(I) R<sub>N-1</sub>-X<sub>N</sub>- where X<sub>N</sub> is selected from the group consisting of:

(A) -CO-,

(B) -SO<sub>2</sub>-

30 where R<sub>N-1</sub> is selected from the group consisting of:

(A) R<sub>N-aryl</sub> where R<sub>N-aryl</sub> is phenyl, 1-naphthyl, 2-naphthyl, tetralinyl, indanyl, dihydronaphthyl or 6,7,8,9-tetrahydro-5H-benzo[a]cycloheptenyl, optionally substituted with

one, two or three of the following substituents which can be the same or different and are:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents selected from the group

5 consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(2) -OH,

(3) -NO<sub>2</sub>,

(4) -F, -Cl, -Br, -I,

10 (5) -CO-OH,

(6) -C≡N,

(7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> are the same or different and are selected from the group consisting of:

15 (a) -H,

(b) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one substituent selected from the group consisting of:

(i) -OH,

(ii) -NH<sub>2</sub>,

20 (c) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one to three groups independently selected from -F, -Cl, -Br, and -I,

(d) -C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(e) -(C<sub>1</sub>-C<sub>2</sub> alkyl)-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

25 (f) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>3</sub> alkyl),

(g) -C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds,

(h) -C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds,

30 (i) -C<sub>1</sub>-C<sub>6</sub> hydrocarbyl chain with one double bond and one triple bond,

(j) -R<sub>1</sub>-aryl,

(k) -R<sub>1</sub>-heteroaryl,

(8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),

WO 03/043975

- (9) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12}$  alkenyl with one, two or three double bonds),
- (10) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12}$  alkynyl with one, two or three triple bonds),
- (11) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_3-\text{C}_7$  cycloalkyl),
- (12) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-aryl}$ ,
- (13) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heteroaryl}$ ,
- (14) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heterocycle}$ ,
- (15) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_{\text{N}-4}$  where  $\text{R}_{\text{N}-4}$  is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of  $\text{C}_1-\text{C}_6$  alkyl,
- (16) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  is selected from the group consisting of:
- (a)  $\text{C}_1-\text{C}_6$  alkyl,
- (b) -  $(\text{CH}_2)_{0-2}-(\text{R}_1\text{-aryl})$ ,
- (c)  $\text{C}_2-\text{C}_6$  alkenyl containing one or two double bonds,
- (d)  $\text{C}_2-\text{C}_6$  alkynyl containing one or two triple bonds,
- (e)  $\text{C}_3-\text{C}_7$  cycloalkyl,
- (f) -  $(\text{CH}_2)_{0-2}-(\text{R}_1\text{-heteroaryl})$ ,
- (17) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,
- (18) -  $(\text{CH}_2)_{0-4}-\text{SO}-(\text{C}_1-\text{C}_8$  alkyl),
- (19) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_1-\text{C}_{12}$  alkyl),
- (20) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_3-\text{C}_7$  cycloalkyl),
- (21) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  can be the same or different,
- (22) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,
- (23) -  $(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,
- (24) -  $(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$ ,

(25)  $-(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3},$

(26)  $-(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4},$

(27)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl}),$

(28)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{\text{N}-1})_2$  where  $\text{R}_{\text{N}-1}$  is -H

5 or  $\text{C}_1-\text{C}_4$  alkyl,

(29)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2,$

(30)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2,$

(31)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2,$

(32)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2-\text{COOH},$

10

(33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})_2,$

(34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally}$

substituted with one, two, three, four, or five of -F),

(35)  $\text{C}_3-\text{C}_7$  cycloalkyl,

(36)  $\text{C}_2-\text{C}_6$  alkenyl having one or two double

15

bonds and which is optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy,  $-\text{NR}_{1-a}\text{R}_{1-b}$  e,

(37)  $\text{C}_2-\text{C}_6$  alkynyl with one or two triple

bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy,  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

20

(38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H} \text{ or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}, \text{ or}$

(39)  $-(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7$  cycloalkyl,

(B)  $-\text{R}_{\text{N-heteroaryl}}$  where  $\text{R}_{\text{N-heteroaryl}}$  carries the same definition as  $\text{R}_{1-heteroaryl}$ , where the  $\text{R}_{\text{N-heteroaryl}}$  group is bonded by any atom of the parent  $\text{R}_{\text{N-heteroaryl}}$  group substituted by hydrogen such that the new bond to the  $\text{R}_{\text{N-heteroaryl}}$  group replaces the hydrogen atom and its bond, where heteroaryl is optionally substituted with one, two, three, or four groups independently selected from:

(1)  $\text{C}_1-\text{C}_6$  alkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

30

(2) -OH,

(3)  $-\text{NO}_2$ ,

(4) -F, -Cl, -Br, -I,

(5) -CO-OH,

(6) -C≡N,

(7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,

5 (C) R<sub>N-aryl</sub>-W-R<sub>N-aryl</sub>,

(D) R<sub>N-aryl</sub>-W-R<sub>N-heteroaryl</sub>,

(E) R<sub>N-aryl</sub>-W-R<sub>N-heterocycle</sub>, where R<sub>N-heterocycle</sub> is the same as R<sub>1-heterocycle</sub>

(F) R<sub>N-heteroaryl</sub>-W-R<sub>N-aryl</sub>,

10 (G) R<sub>N-heteroaryl</sub>-W-R<sub>N-heteroaryl</sub>,

(H) R<sub>N-heteroaryl</sub>-W-R<sub>N-heterocycle</sub>,

(I) R<sub>N-heterocycle</sub>-W-R<sub>N-aryl</sub>,

(J) R<sub>N-heterocycle</sub>-W-R<sub>N-heteroaryl</sub>,

(K) R<sub>N-heterocycle</sub>-W-R<sub>N-heterocycle</sub>, and

15 where W is

(21) -(CH<sub>2</sub>)<sub>0-4</sub>-,

(22) -O-,

(23) -S(O)<sub>0-2</sub>-,

(24) -N(R<sub>N-5</sub>)-, or

20 (5) -CO-; and

where R<sub>20</sub> is H, CH<sub>3</sub>, or C<sub>2-6</sub> alkyl or alkenyl either of which may be optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1-3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -CON, -CF<sub>3</sub>, C<sub>1-3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>;

25 where n is 0 or 1;

where R<sub>C</sub> is -R<sub>A</sub>, -O-R<sub>A</sub>, -X-R<sub>A</sub>, -NH-NHR<sub>A</sub>, -NR<sub>20</sub>-NHR<sub>A</sub>, -NH-NR<sub>20</sub>R<sub>A</sub> or -NR<sub>20</sub>-NR<sub>20</sub>R<sub>A</sub>, wherein X is -CH<sub>2</sub>-, -CH(R<sub>A</sub>)-, -S-, -S(=O)-, -SO<sub>2</sub>-, -NH-, -N(R<sub>20</sub>)-, -N(R<sub>A</sub>)-, -NH-N(R<sub>A</sub>)-, or -NR<sub>20</sub>-N(R<sub>A</sub>)-;

where R<sub>A</sub> is

30 (I) -C<sub>1-10</sub> alkyl optionally substituted with one, two or three groups independently selected from the group consisting of C<sub>1-3</sub> alkyl, halogen, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1-6</sub> alkoxy, -O-phenyl, -NR<sub>1-a</sub>R<sub>1-b</sub>, -OC=O NR<sub>1-a</sub>R<sub>1-b</sub>, -S(=O)<sub>0-2</sub> R<sub>1-a</sub>, -NR<sub>1-a</sub>C=O NR<sub>1-a</sub>R<sub>1-b</sub>, -C=O NR<sub>1-a</sub>R<sub>1-b</sub>, and -S(=O)<sub>2</sub> NR<sub>1-a</sub>R<sub>1-b</sub> wherein

$R_{1-a}$  and  $R_{1-b}$  at each occurrence are independently H or  $C_1-C_6$  alkyl,

(II)  $-(CH_2)_{0-3}-(C_3-C_8)$  cycloalkyl where cycloalkyl can be optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl, halogen, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_6$  alkoxy, -O-phenyl,  $-CO_2H$ ,  $-CO_2-(C_1-C_4)$  alkyl, and  $-NR_{1-a}R_{1-b}$

(III)  $-(CR_{C-x}R_{C-y})_{0-4}-R_{C-aryl}$  where  $R_{C-x}$  and  $R_{C-y}$  are independently selected from the group consisting of

10                   -H,  
                   $C_1-C_4$  alkyl optionally substituted with 1 or 2 -OH,  
                   $C_1-C_4$  alkoxy optionally substituted with 1, 2, or 3  
                  halogen,  
                   $-(CH_2)_{0-4}-C_3-C_8$  cycloalkyl,  
15                    $C_2-C_6$  alkenyl containing one or two double bonds,  
                   $C_2-C_6$  alkynyl containing one or two triple bonds, and  
                  phenyl,

or

$R_{C-x}$  and  $R_{C-y}$  are taken together with the carbon to  
20 which they are attached to form a carbocycle of three, four, five, six or seven carbon atoms, where one carbon atom is optionally replaced by a group selected from -O-, -S-,  $-SO_2-$ ,  $-NR_{N-2}-$  and  $R_{C-aryl}$ , wherein

$R_{C-aryl}$  at each occurrence is independently phenyl;  
25 naphthyl; tetralinyl; indanyl; dihydronaphthyl; or 6,7,8,9-tetrahydro-5H-benzo[a]cycloheptenyl, each of which is optionally substituted with 1, 2, or 3 groups that are independently:

(1)  $C_1-C_6$  alkyl, optionally substituted with one, two or three substituents selected from the group  
30 consisting of  $C_1-C_3$  alkyl, halogen, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

- (2) -OH,  
(3)  $-NO_2$ ,  
(4) halogen,  
35 (5)  $-CO_2H$ ,

(6)  $-\text{C}\equiv\text{N}$ ,

(7)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$  where

$\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  are independently selected from the group consisting of:

5 (a)  $-\text{H}$ ,

(b)  $-\text{C}_1-\text{C}_6$  alkyl optionally substituted with one substituent selected from the group consisting of:

(i)  $-\text{OH}$ , and

(ii)  $-\text{NH}_2$ ,

10 (c)  $-\text{C}_1-\text{C}_6$  alkyl optionally substituted with 1, 2, or 3 groups that are independently  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ , or  $\text{OH}$ ,

(d)  $-\text{C}_3-\text{C}_7$  cycloalkyl,

(e)  $-(\text{C}_1-\text{C}_2 \text{ alkyl})-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,

15 (f)  $-(\text{C}_1-\text{C}_6 \text{ alkyl})-\text{O}-(\text{C}_1-\text{C}_3 \text{ alkyl})$ ,

(g)  $-\text{C}_2-\text{C}_6$  alkenyl

(h)  $-\text{C}_2-\text{C}_6$  alkynyl

(i)  $-\text{C}_1-\text{C}_6$  alkyl chain with one double bond and one triple bond,

20 (j)  $-\text{R}_{1-\text{aryl}}$  wherein  $\text{R}_{1-\text{aryl}}$  at each occurrence is independently phenyl, naphthyl, indanyl, indenyl, dihydronaphthyl, or tetralinyl each of which is optionally substituted with 1, 2, 3, or 4 groups that are independently:

(i)  $\text{C}_1-\text{C}_6$  alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ , and  $\text{C}_1-\text{C}_3$  alkoxy,

(ii)  $\text{C}_2-\text{C}_6$  alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, and  $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,

30 (iii)  $\text{C}_2-\text{C}_6$  alkynyl optionally substituted with 1, 2, or 3 groups that are independently

selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(iv) -F, Cl, -Br and -I,

(v) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally

5 substituted with 1, 2, or 3 -F,

(vi) -NR<sub>N-2</sub>R<sub>N-3</sub>,

(vii) -OH,

(viii) -C≡N,

(ix) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally

10 substituted with 1, 2, or 3 groups that are selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(x) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(xi) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

15 (xii) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or

(xiii) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(k) -R<sub>1</sub>-heteroaryl wherein R<sub>1</sub>-heteroaryl at

each occurrence is independently selected from the group consisting of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl,

20 indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl,

isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl,

imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl,

indolizinyl, indazolyl, benzothiazolyl, benzimidazolyl,

benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl,

25 thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl,

imidazopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl,

carbazolyl, beta-carbolinyl, isochromanyl, chromanyl,

tetrahydroisoquinolinyl, isoindolinyl,

isobenzotetrahydrofuranlyl, isobenzotetrahydrothienyl,

30 isobenzothienyl, benzoxazolyl, pyridopyridinyl,

benzotetrahydrofuranlyl, benzotetrahydrothienyl, purinyl;

benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl,

pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl,

dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,

dihydrobenzisothiazinyl, benzopyranyl, benzothiopyranyl,  
 coumarinyl, isocoumarinyl, chromonyl, chromanonyl, pyridinyl-N-  
 oxide, tetrahydroquinolinyl, dihydroquinolinyl,  
 dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl,  
 5 dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl,  
 benzoxazolinonyl, pyrrolyl N-oxide, pyrimidinyl N-oxide,  
 pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide,  
 indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide,  
 quinazolinyl N-oxide, quinoxalinyl N-oxide, phthalazinyl N-  
 10 oxide, imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide,  
 thiazolyl N-oxide, indolizinyl N-oxide, indazolyl N-oxide,  
 benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-  
 oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-  
 oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, and  
 15 benzothiopyranyl S,S-dioxide,

where the  $R_1$ -heteroaryl group is  
 optionally substituted with 1, 2, 3, or 4 groups that are  
 independently:

- (i)  $C_1$ - $C_6$  alkyl optionally  
 20 substituted with 1, 2, or 3 groups independently selected from  
 the group consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  
 - $NR_{1-a}R_{1-b}$ , - $C\equiv N$ , - $CF_3$ , and  $C_1$ - $C_3$  alkoxy,
- (ii)  $C_2$ - $C_6$  alkenyl optionally  
 substituted with 1, 2, or 3 groups that are independently -F, -  
 25 Cl, -OH, -SH, - $C\equiv N$ , - $CF_3$ ,  $C_1$ - $C_3$  alkoxy, and - $NR_{1-a}R_{1-b}$ ,
- (iii)  $C_2$ - $C_6$  alkynyl optionally  
 substituted with 1, 2, or 3 groups that are independently  
 selected from the group consisting of -F, -Cl, -OH, -SH, - $C\equiv N$ , -  
 30  $CF_3$ ,  $C_1$ - $C_3$  alkoxy, and - $NR_{1-a}R_{1-b}$ ,
- (iv) -F, -Cl, -Br and -I,
- (v) - $C_1$ - $C_6$  alkoxy optionally  
 substituted with one, two, or three -F,
- (vi) - $(CH_2)_{0-4}-NR_{N-2}R_{N-3}$ ,
- (vii) -OH,

(viii)  $-C\equiv N$ ,(ix)  $(CH_2)_{0-4}-C_3-C_7$  cycloalkyl,

optionally substituted with 1, 2, or 3 groups that are  
independently selected from the group consisting of  $-F$ ,  $-Cl$ ,

5  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(x)  $(CH_2)_{0-4}-CO-(C_1-C_6 \text{ alkyl})$ ,(xi)  $(CH_2)_{0-4}-SO_2-NR_{N-2}R_{N-3}$ ,(xii)  $(CH_2)_{0-4}-CO-NR_{N-2}R_{N-3}$ ,(xiii)  $(CH_2)_{0-4}-SO_2-(C_1-C_6$ 

10  $\text{alkyl})$ ,

(xiv)  $(CH_2)_{0-4}-N(R_{N-2})-SO_2-$ , and(xv)  $(CH_2)_{0-4}-N(R_{N-2})-C(O)-$ ,(8)  $-(CH_2)_{0-4}-CO-(C_1-C_{12} \text{ alkyl})$ ,(9)  $-(CH_2)_{0-4}-CO-(C_2-C_{12} \text{ alkenyl})$ ,

15 (10)  $-(CH_2)_{0-4}-CO-(C_2-C_{12} \text{ alkynyl})$ ,

(11)  $-(CH_2)_{0-4}-CO-(CH_2)_{0-4} (C_3-C_7 \text{ cycloalkyl})$ ,(12)  $-(CH_2)_{0-4}-CO-R_1\text{-aryl}$ ,(13)  $-(CH_2)_{0-4}-CO-R_1\text{-heteroaryl}$ ,(14)  $-(CH_2)_{0-4}-CO-R_1\text{-heterocycle}$  wherein

20  $R_1\text{-heterocycle}$  at each occurrence is

independently selected from the group consisting of morpholinyl,  
thiomorpholinyl, thiomorpholinyl S-oxide, thiomorpholinyl S,S-  
dioxide, piperazinyl, homopiperazinyl, pyrrolidinyl, pyrrolinyl,  
tetrahydropyranyl, piperidinyl, tetrahydrofuranyl,

25 tetrahydrothienyl, homopiperidinyl, homomorpholinyl,

homothiomorpholinyl, homothiomorpholinyl S,S-dioxide,

oxazolidinonyl, dihydropyrazolyl, dihydropyrrolyl,

dihydropyrazinyl, dihydropyridinyl, dihydropyrimidinyl,

dihydrofuryl, dihydropyranyl, tetrahydrothienyl S-oxide,

30 tetrahydrothienyl S,S-dioxide, and homothiomorpholinyl S-oxide,

where the  $R_1\text{-heterocycle}$  group is bonded by  
any atom of the parent  $R_1\text{-heterocycle}$  group substituted by hydrogen  
such that the new bond to the  $R_1\text{-heterocycle}$  group replaces the  
hydrogen atom and its bond, where heterocycle is optionally

35 substituted with 1, 2, 3, or 4 groups that are independently:

(a) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, and C<sub>1</sub>-C<sub>3</sub> alkoxy,

5 (b) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>

(c) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two  
10 triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>

(d) halogen,

(e) C<sub>1</sub>-C<sub>6</sub> alkoxy,

15 (f) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

(g) -NR<sub>N-2</sub>R<sub>N-3</sub>,

(h) -OH,

(i) -C≡N,

20 (j) (CH<sub>2</sub>)<sub>0-4</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl), optionally substituted with 1, 2, or 3 groups independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(k) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

25 (l) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(m) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

(n) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl), and

(o) =O,

(p) -(CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-SO<sub>2</sub>-

30 (q) -(CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-C(O)-

(15) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> wherein

R<sub>N-4</sub> at each occurrence is independently selected from the group consisting of morpholinyl, thiomorpholinyl, pyrrolidinonyl, pyrrolyl, pyrazolyl, thienyl,

pyridyl N-oxide, piperazinyl, piperidinyl, homomorpholinyl,  
 homothiomorpholinyl, homothiomorpholinyl S-oxide,  
 homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl  
 where each group is optionally substituted with 1, 2, 3, or 4  
 5 groups that are independently C<sub>1</sub>-C<sub>6</sub> alkyl,

(16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO<sub>2</sub>-R<sub>N-5</sub> where

R<sub>N-5</sub> at each occurrence is independently  
 selected from the group consisting of:

- (a) C<sub>1</sub>-C<sub>6</sub> alkyl,
- 10 (b) - (CH<sub>2</sub>)<sub>0-2</sub>- (R<sub>1-aryl</sub>),
- (c) C<sub>2</sub>-C<sub>6</sub> alkenyl,
- (d) C<sub>2</sub>-C<sub>6</sub> alkynyl,
- (e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, and
- (f) - (CH<sub>2</sub>)<sub>0-4</sub>- (R<sub>1-heteroaryl</sub>),

15 (17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>

(18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO- (C<sub>1</sub>-C<sub>8</sub> alkyl),

(19) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>- (C<sub>1</sub>-C<sub>12</sub> alkyl),

(20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>- (C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO<sub>2</sub>-R<sub>N-5</sub>,

20 (22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

(24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub>,

(25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,

(26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,

25 (27) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO- (C<sub>1</sub>-C<sub>6</sub> alkyl),

(28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O)-(OR<sub>100</sub>)<sub>2</sub> where R<sub>100</sub> is

independently H or C<sub>1</sub>-C<sub>4</sub> alkyl,

(29) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(30) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

30 (31) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (R<sub>N-5</sub>),

(32) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (R<sub>N-5</sub>)-COOH,

(33) - (CH<sub>2</sub>)<sub>0-4</sub>-S- (R<sub>N-5</sub>),

(34) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (C<sub>1</sub>-C<sub>6</sub> alkyl) wherein the

alkyl group is optionally substituted with one, two, three,

four, or five substituents independently selected from the group consisting of F, Cl, Br, and I,

(35)  $-(CH_2)_{0-4}-(C_3-C_8 \text{ cycloalkyl})$ ,

(36)  $C_2-C_6$  alkenyl optionally substituted with  $C_1-C_3$  alkyl, halogen,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, or  $-NR_{1-a}R_{1-b}$ ,

(37)  $C_2-C_6$  alkynyl optionally substituted with  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, or  $-NR_{1-a}R_{1-b}$ , and

(38)  $-(CH_2)_{0-4}-N(-H \text{ or } R_{N-5})-SO_2-R_{N-2}$ ;

(IV)  $-(CR_{C-x}R_{C-y})_{0-4}-R_C\text{-heteroaryl}$  wherein

$R_C\text{-heteroaryl}$  at each occurrence is independently selected from the group consisting of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzoisothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranlyl, isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl, pyridopyridinyl, benzotetrahydrofuranlyl, benzotetrahydrothienyl, purinyl, benzodioxolyl, triazinyl, hexoxazinyl, phenothiazinyl, pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl, dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl, dihydrobenzisothiazinyl, benzopyranyl, benzothiopyranyl, coumarinyl, isocoumarinyl, chromonyl, chromanonyl, tetrahydroquinolinyl, dihydroquinolinyl, dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl, dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl, benzoxazolinonyl, imidazopyrazolyl, quinazolinonyl, pyrazopyridyl, benzooxadiazolyl, dihydropyrimidinonyl, dihydrobenzofuranonyl, pyridinyl-N-oxide,

pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-oxide,  
pyrazinyl N-oxide, quinolinyl N-oxide, indolyl N-oxide,  
indolinyl N-oxide, isoquinolyl N-oxide, quinazolinyl N-oxide,  
quinoxalinyl N-oxide, phthalazinyl N-oxide, imidazolyl N-oxide,  
5 isoxazolyl N-oxide, oxazolyl N-oxide, thiazolyl N-oxide,  
indoliziny N-oxide, indazolyl N-oxide, benzothiazolyl N-oxide,  
benzimidazolyl N-oxide, pyrrolyl N-oxide, oxadiazolyl N-oxide,  
thiadiazolyl N-oxide, triazolyl N-oxide, tetrazolyl N-oxide,  
benzothiopyranyl S-oxide, and benzothiopyranyl S,S-dioxide,

10 where the  $R_{C\text{-heteroaryl}}$  group is bonded by any atom of the  
parent  $R_{C\text{-heteroaryl}}$  group substituted by hydrogen such that the new  
bond to the  $R_{C\text{-heteroaryl}}$  group replaces the hydrogen atom and its  
bond, where heteroaryl is optionally substituted 1, 2, 3, or 4  
groups that are independently:

15 (1)  $C_1\text{-}C_6$  alkyl, optionally substituted with 1, 2, or 3  
groups independently selected from the group consisting of  $C_1\text{-}C_3$   
alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1\text{-}C_3$  alkoxy, and  
-NR $_{1-a}$ R $_{1-b}$ ,

(2) -OH,

20 (3) -NO $_2$ ,

(4) -F, -Cl, -Br, -I,

(5) -CO-OH,

(6) -C $\equiv$ N,

(7) - (CH $_2$ ) $_{0-4}$ -CO-NR $_{N-2}$ R $_{N-3}$ ,

25 (8) - (CH $_2$ ) $_{0-4}$ -CO-( $C_1\text{-}C_{12}$  alkyl),

(9) - (CH $_2$ ) $_{0-4}$ -CO-( $C_2\text{-}C_{12}$  alkenyl with one, two or three  
double bonds),

(10) - (CH $_2$ ) $_{0-4}$ -CO-( $C_2\text{-}C_{12}$  alkynyl with one, two or three  
triple bonds),

30 (11) - (CH $_2$ ) $_{0-4}$ -CO-( $C_3\text{-}C_7$  cycloalkyl),

(12) - (CH $_2$ ) $_{0-4}$ -CO-R $_{1\text{-aryl}}$ ,

(13) - (CH $_2$ ) $_{0-4}$ -CO-R $_{1\text{-heteroaryl}}$ ,

(14) - (CH $_2$ ) $_{0-4}$ -CO-R $_{1\text{-heterocycle}}$ ,

(15) - (CH $_2$ ) $_{0-4}$ -CO-R $_{N-4}$ ,

35 (16) - (CH $_2$ ) $_{0-4}$ -CO-O-R $_{N-5}$ ,

- (17) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,
- (18) -  $(\text{CH}_2)_{0-4}-\text{SO}-(\text{C}_1-\text{C}_8 \text{ alkyl})$ ,
- (19) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_1-\text{C}_{12} \text{ alkyl})$ ,
- (20) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,
- 5 (21) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$ ,
- (22) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,
- (23) -  $(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,
- (24) -  $(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$ ,
- (25) -  $(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,
- 10 (26) -  $(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4}$ ,
- (27) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,
- (28) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{100})_2$  where  $\text{R}_{100}$  is -H or  $\text{C}_1-\text{C}_4$  alkyl,
- (29) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,
- 15 (30) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,
- (31) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})$ ,
- (32) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})-\text{COOH}$ ,
- (33) -  $(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})$ ,
- (34) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted$
- 20 with one, two, three, four, or five of -F),
- (35)  $\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ ,
- (36)  $\text{C}_2-\text{C}_6 \text{ alkenyl optionally substituted with } \text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3 \text{ alkoxy}$ , or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,
- 25 (37)  $\text{C}_2-\text{C}_6 \text{ alkynyl optionally substituted with } \text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3 \text{ alkoxy}$ , or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,
- (38) -  $(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$ ,
- (39) -  $(\text{CH}_2)_{0-4}-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,
- 30 (V) -  $(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_{\text{C-aryl}}-\text{R}_{101}-\text{R}_{\text{C-aryl}}$ ,
- (VI) -  $(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_{\text{C-aryl}}-\text{R}_{101}-\text{R}_{\text{C-heteroaryl}}$ ,
- (VII) -  $(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_{\text{C-heteroaryl}}-\text{R}_{101}-\text{R}_{\text{C-aryl}}$ ,
- (VIII) -  $(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_{\text{C-heteroaryl}}-\text{R}_{101}-\text{R}_{\text{C-heteroaryl}}$ ,
- (IX) -  $(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_{\text{C-aryl}}-\text{R}_{101}-\text{R}_{1-\text{heterocycle}}$ ,
- 35 (X) -  $(\text{CR}_{\text{C}-x}\text{R}_{\text{C}-y})_{0-4}-\text{R}_{\text{C-heteroaryl}}-\text{R}_{101}-\text{R}_{1-\text{heterocycle}}$ ,

(XI) -  $(\text{CR}_{\text{C}-\text{x}}\text{R}_{\text{C}-\text{y}})_{0-4}-\text{R}_1\text{-heterocycle}-\text{R}_{101}-\text{R}_{\text{C}}\text{-aryl}$ ,

(XII) -  $(\text{CR}_{\text{C}-\text{x}}\text{R}_{\text{C}-\text{y}})_{0-4}-\text{R}_1\text{-heterocycle}-\text{R}_{101}-\text{R}_{\text{C}}\text{-heteroaryl}$ ,

(XIII) -  $(\text{CR}_{\text{C}-\text{x}}\text{R}_{\text{C}-\text{y}})_{0-4}-\text{R}_1\text{-heterocycle}-\text{R}_{101}-\text{R}_1\text{-heterocycle}$ , wherein

$\text{R}_{101}$  is a bond,  $(\text{CH}_2)_{0-4}$ ,  $-\text{O}-$ ,  $-\text{NH}-$ , or  $-\text{N}(\text{C}_1\text{-C}_6 \text{ alkyl})$

5 (XIV) -  $(\text{CR}_{\text{C}-\text{x}}\text{R}_{\text{C}-\text{y}})_{0-4}-\text{R}_1\text{-heterocycle}$ ,

(XV) -  $[\text{C}(\text{R}_{\text{C}-1})(\text{R}_{\text{C}-2})]_{1-3}-\text{CO}-\text{N}(\text{R}_{\text{C}-3})_2$  where  $\text{R}_{\text{C}-1}$  and  $\text{R}_{\text{C}-2}$  are the same or different and are selected from the group consisting of:

(A)  $-\text{H}$ ,

(B)  $-\text{C}_1\text{-C}_6 \text{ alkyl}$ , optionally substituted with one, two  
10 or three substituents independently selected from the group consisting of  $\text{C}_1\text{-C}_3 \text{ alkyl}$ ,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1\text{-C}_6 \text{ alkoxy}$ ,  $-\text{O-phenyl}$ , and  $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,

(C)  $\text{C}_2\text{-C}_6 \text{ alkenyl}$  with one or two double bonds,  
optionally substituted with one, two or three substituents  
15 independently selected from the group consisting of  $\text{C}_1\text{-C}_3 \text{ alkyl}$ ,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1\text{-C}_6 \text{ alkoxy}$ ,  $-\text{O-phenyl}$ , and  $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,

(D)  $\text{C}_2\text{-C}_6 \text{ alkynyl}$  optionally substituted with one, two  
or three substituents independently selected from the group  
20 consisting of  $\text{C}_1\text{-C}_3 \text{ alkyl}$ ,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1\text{-C}_6 \text{ alkoxy}$ ,  $-\text{O-phenyl}$ , and  $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,

(E)  $-(\text{CH}_2)_{1-2}-\text{S}(\text{O})_{0-2}-(\text{C}_1\text{-C}_6 \text{ alkyl})$ ,

(F)  $-(\text{CH}_2)_{0-4}-\text{C}_3\text{-C}_7 \text{ cycloalkyl}$ , optionally substituted  
with one, two or three substituents independently selected from  
25 the group consisting of  $\text{C}_1\text{-C}_3 \text{ alkyl}$ ,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1\text{-C}_6 \text{ alkoxy}$ ,  $-\text{O-phenyl}$ , and  $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,

(G)  $-(\text{C}_1\text{-C}_4 \text{ alkyl})-\text{R}_1\text{-aryl}$ ,

(H)  $-(\text{C}_1\text{-C}_4 \text{ alkyl})-\text{R}_{\text{C}}\text{-heteroaryl}$ ,

(I)  $-(\text{C}_1\text{-C}_4 \text{ alkyl})-\text{R}_1\text{-heterocycle}$ ,

30 (J)  $-\text{R}_{\text{C}}\text{-heteroaryl}$ ,

(K)  $-\text{R}_1\text{-heterocycle}$ ,

(M)  $-(\text{CH}_2)_{1-4}-\text{R}_{\text{C}-4}-(\text{CH}_2)_{0-4}-\text{R}_1\text{-aryl}$  where  $\text{R}_{\text{C}-4}$  is  $-\text{O}-$ ,  $-\text{S}-$  or  
 $-\text{NR}(\text{C}_1\text{-C}_6 \text{ alkyl})-$ ,

(N)  $-(\text{CH}_2)_{1-4}-\text{R}_{\text{C}-4}-(\text{CH}_2)_{0-4}-\text{R}_{\text{C}}\text{-heteroaryl}$ ,

WO 03/043975

(O)  $-R_1\text{-aryl}$ ,

and where

 $R_{C-3}$  at each occurrence is independently:(A)  $-H$ ,(B)  $-C_1\text{-}C_6$  alkyl optionally substituted with one,

5

two or three substituents independently selected from the group consisting of  $C_1\text{-}C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ , $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1\text{-}C_6$  alkoxy,  $-O\text{-phenyl}$ , and  $-NR_1\text{-}aR_1\text{-}b$ ,

10

(C)  $C_2\text{-}C_6$  alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1\text{-}C_3$  alkyl, halogen,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1\text{-}C_6$  alkoxy,  $-O\text{-phenyl}$ , and  $-NR_1\text{-}aR_1\text{-}b$ ,

15

(D)  $C_2\text{-}C_6$  alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1\text{-}C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1\text{-}C_6$  alkoxy,  $-O\text{-phenyl}$ , and  $-NR_1\text{-}aR_1\text{-}b$ ,

20

(E)  $-(CH_2)_{0-4}\text{-}C_3\text{-}C_7$  cycloalkyl, optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of  $C_1\text{-}C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1\text{-}C_6$  alkoxy,  $-O\text{-phenyl}$ , and  $-NR_1\text{-}aR_1\text{-}b$ ,

25

(F)  $-R_1\text{-aryl}$ ,(G)  $-R_C\text{-heteroaryl}$ ,(H)  $-R_1\text{-heterocycle}$ ,(I)  $-(C_1\text{-}C_4\text{ alkyl})\text{-}R_1\text{-aryl}$ ,(J)  $-(C_1\text{-}C_4\text{ alkyl})\text{-}R_C\text{-heteroaryl}$ ,(K)  $-(C_1\text{-}C_4\text{ alkyl})\text{-}R_1\text{-heterocycle}$ ,

30

(XVI)  $-\text{CH}(R_C\text{-aryl})_2$ ,(XVII)  $-\text{CH}(R_C\text{-heteroaryl})_2$ ,(XVIII)  $-\text{CH}(R_C\text{-aryl})(R_C\text{-heteroaryl})$ ,(XIX)  $-\text{cyclopentyl}$ ,  $-\text{cyclohexyl}$ , or  $-\text{cycloheptyl}$  ring fused to  $R_C\text{-aryl}$  or  $R_C\text{-heteroaryl}$  or  $R_1\text{-heterocycle}$  where one carbon of

cyclopentyl, cyclohexyl, or -cycloheptyl is optionally replaced with NH,  $\text{NR}_{\text{N}-5}$ , O,  $\text{S}(=\text{O})_{0-2}$ , and where cyclopentyl, cyclohexyl, or -cycloheptyl can be optionally substituted with one or two -C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, =O, or

5 -NR<sub>1-a</sub>R<sub>1-b</sub>,

(XX) C<sub>2</sub>-C<sub>10</sub> alkenyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

10 (XXI) C<sub>2</sub>-C<sub>10</sub> alkynyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(XXI) - (CH<sub>2</sub>)<sub>0-1</sub>-CHRC<sub>6</sub>- (CH<sub>2</sub>)<sub>0-1</sub>-R<sub>C</sub>-aryl wherein

15

R<sub>C-6</sub> is - (CH<sub>2</sub>)<sub>0-6</sub>-OH,

(XXII) - (CH<sub>2</sub>)<sub>0-1</sub>-CHRC<sub>6</sub>- (CH<sub>2</sub>)<sub>0-1</sub>-R<sub>C</sub>-heteroaryl,

(XXIII) -CH(-R<sub>C</sub>-aryl or R<sub>C</sub>-heteroaryl)-CO-O(C<sub>1</sub>-C<sub>4</sub> alkyl),

(XXIV) -CH(-CH<sub>2</sub>-OH)-CH(-OH)-(C<sub>1</sub>-C<sub>4</sub> alkyl)-NO<sub>2</sub>,

(XXV) - (C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>6</sub> alkyl)-OH,

20

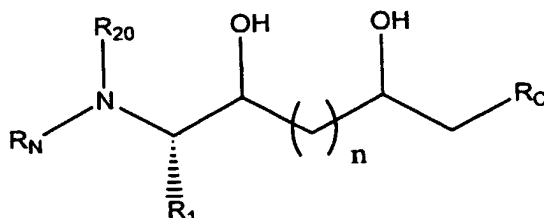
(XXVII) -CH<sub>2</sub>-NH-CH<sub>2</sub>-CH(-O-CH<sub>2</sub>-CH<sub>3</sub>)<sub>2</sub>,

(XXVIII) -H, and

(XXIX) - (CH<sub>2</sub>)<sub>0-6</sub>-C(=NR<sub>1-a</sub>)(NR<sub>1-a</sub>R<sub>1-b</sub>).

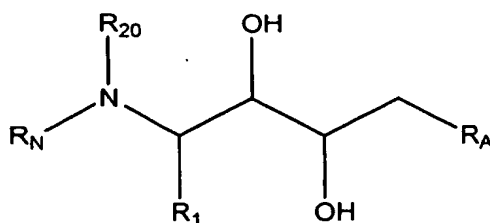
3. A compound according to claim 1 or 2, with

25 stereochemistry of the configuration:



30

4. A compound of the formula II:

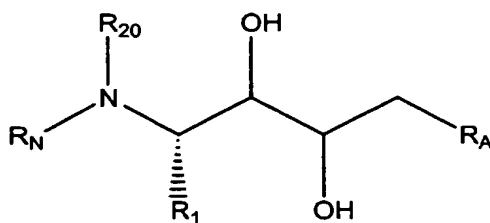


(II)

5 and pharmaceutically acceptable salts and esters thereof, where  $R_N$ ,  $R_{20}$ ,  $R_1$ , and  $R_A$  and are as defined in claim 1 or 2.

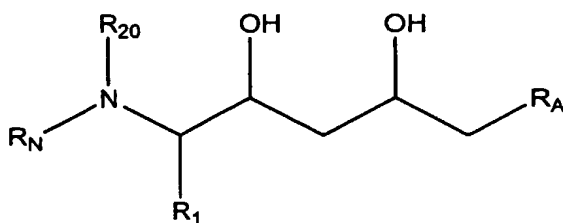
5. A compound according to 4, with stereochemistry of the configuration:

10



6. A compound of the formula III:

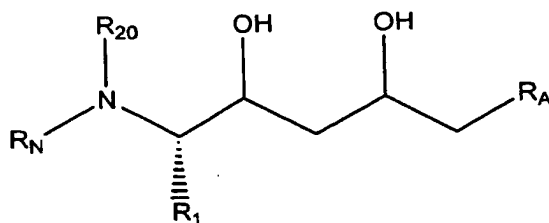
15



(III)

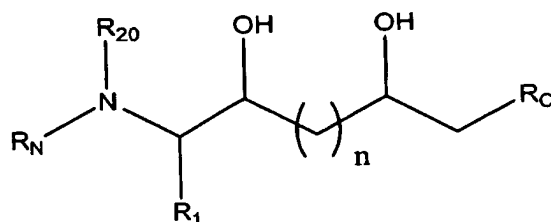
20 and pharmaceutically acceptable salts and esters thereof, where  $R_N$ ,  $R_{20}$ ,  $R_1$ , and  $R_A$  and are as defined in claim 1 or 2.

7. A compound according to claim 6, with stereochemistry of the configuration:



8. A compound of the formula IV:

5



(IV)

10 or a pharmaceutically acceptable salt thereof,  
where  $R_N$ ,  $R_{20}$ ,  $R_1$  and  $n$  are as defined in claim 1 or 2, and where  
 $R_C$  is  $-O-R_A$ ,  $-NH-NHR_A$ ,  $-NR_{20}-NHR_A$ ,  $-NH-NR_{20}R_A$  or  $-NR_{20}-NR_{20}R_A$ , when  $n$   
is 0;

where  $R_C$  is  $-X-R_A$  when  $n$  is 1, wherein  $X$  is  $O$ ,  $CH_2$ ,  $CHR_A$ ,  $S$ ,  $SO$ ,  
15  $SO_2$ ,  $NH$ ,  $NR_{20}$ ,  $NR_A$ ,  $NH-NR_A$ , or  $NR_{20}-NR_A$ ;  
where  $R_A$  is

(I)  $-C_1-C_8$  alkyl optionally substituted with 1-3 groups  
independently selected from the group consisting of:

- m) aryl
- 20 n) heteroaryl
- o) heterocyclyl
- p) CN
- q)  $O-R_{1-a}$
- r)  $NR_{1-a}R_{1-b}$
- 25 s)  $C(O)NR_{1-a}R_{1-b}$
- t)  $NR_{1-a}C(O)R_{1-b}$
- u)  $NR_{1-a}C(O)NR_{1-a}R_{1-b}$

- v)  $S(O)_2R_{1-a}$
- w)  $S(O)_2NR_{1-a}R_{1-b}$
- x)  $NR_{1-a}S(O)_2R_{1-b}$ ;

(II) aryl, heteroaryl, or heterocyclyl;

5 where when  $X-R_A$  is  $-NH-NR_AR_A$  or  $-NR_AR_A$ , the groups  $R_AR_A$  may be optionally joined to form a 5- to 7-membered ring, optionally containing an O or N atom within the ring, wherein such ring is optionally substituted with:

- b) OH
- 10 b)  $O-R_{1-a}$
- f) Aryl
- g) Heteroaryl
- h)  $(CH_2)_{0-4}-NR_{N-2}-C(O)-R_{N-2}$
- f)  $(CH_2)_{0-4}-NR_{N-2}-C(O)-NR_{N-2}R_{N-3}$
- 15 h)  $(CH_2)_{0-4}-C(O)-NR_{N-2}R_{N-3}$
- h)  $C(O)-NR_{N-2}R_{N-3}$
- i)  $NR_{N-2}R_{N-3}$ ;

wherein as used within this embodiment,  $R_{1-a}$  and  $R_{1-b}$  are independently selected from the group consisting of:

- 20 j) H
- k)  $C_1-C_7$  alkyl
- l)  $(CH_2)_{1-4}-NR_{N-2}-C(O)-R_{N-2}$
- m)  $(CH_2)_{1-4}-NR_{N-2}-C(O)-NR_{N-2}R_{N-3}$
- n)  $(CH_2)_{1-4}-C(O)-NR_{N-2}R_{N-3}$
- 25 o)  $(CH_2)_{1-4}-O-R_{N-2}$
- p) aryl
- q) heteroaryl
- r) heterocyclyl;

wherein as used within this embodiment,  $R_{N-2}$  and  $R_{N-3}$  are independently selected from the group consisting of:

- i) H
- ii)  $C_1-C_7$  alkyl, optionally substituted with 1 or 2 substituents independently selected from the group
- 35 consisting of:

1. OH
2. aryl
3. heteroaryl;

iii) (C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>6</sub> alkyl)

5 iv) C<sub>1</sub>-C<sub>6</sub> cycloalkyl

v) aryl

vi) heteroaryl

vii) heterocyclyl;

wherein R<sub>N-2</sub> and R<sub>N-3</sub>, when occurring together in  
10 cases such as:

- (CH<sub>2</sub>)<sub>1-4</sub>-NR<sub>N-2</sub>-C(O)-R<sub>N-2</sub>

- (CH<sub>2</sub>)<sub>1-4</sub>-NR<sub>N-2</sub>-C(O)-NR<sub>N-2</sub>R<sub>N-3</sub>

- (CH<sub>2</sub>)<sub>1-4</sub>-C(O)-NR<sub>N-2</sub>R<sub>N-3</sub>

may optionally form a 5-7 membered ring where  
15 from 0-1 atoms of the R<sub>N-2</sub>-R<sub>N-3</sub> portion of the  
ring may optionally contain a nitrogen or  
oxygen;

wherein R<sub>1-a</sub> and R<sub>1-b</sub> when occurring together in  
cases such as:

20 -NR<sub>1-a</sub>R<sub>1-b</sub>

-C(O) NR<sub>1-a</sub>R<sub>1-b</sub>

-NR<sub>1-a</sub>C(O)R<sub>1-b</sub>

-NR<sub>1-a</sub>C(O)NR<sub>1-a</sub>R<sub>1-b</sub>

-S(O)<sub>2</sub> NR<sub>1-a</sub>R<sub>1-b</sub>

25 -NR<sub>1-a</sub>S(O)<sub>2</sub>R<sub>1-b</sub>;

may optionally form a 5-7 membered ring where  
from 0-1 atoms of the R<sub>1-a</sub>-R<sub>1-b</sub> portion of the ring  
may optionally contain a nitrogen or oxygen;

wherein as used in this embodiment, alkyl is defined to  
30 include straight chain, branched, cycloalkyl, and  
cycloalkylmethyl and may optionally contain 1 or 2 alkene bonds  
or 1 alkyne bond; wherein such alkyl group may be optionally  
substituted with 1-3 groups independently selected from the  
group consisting of:

35 a) OH,

- b)  $\text{NR}_{1-c}\text{R}_{1-d}$
- c)  $\text{C}(\text{O})\text{NR}_{1-c}\text{R}_{1-d}$
- d)  $\text{NC}(\text{O})\text{R}_{1-c}\text{R}_{1-d}$
- e)  $\text{NC}(\text{O})\text{NR}_{1-c}\text{R}_{1-d}$
- 5 f)  $\text{NS}(\text{O})_2\text{R}_{1-c}\text{R}_{1-d}$
- g)  $\text{NR}_{1-c}\text{-aryl}$
- h)  $\text{NR}_{1-c}\text{-heteroaryl}$
- i)  $\text{aryl}$
- j)  $\text{heteroaryl}$
- 10 k)  $\text{heterocyclyl}$ ;

wherein in this embodiment, when alkyl is cycloalkyl or cycloalkylmethyl, 1 or 2 of the ring carbons may be optionally replaced by groups independently selected from the group consisting of:

- 15 i)  $-\text{O}-$
- ii)  $-\text{NR}_{1-a}$
- iii)  $-\text{NC}(\text{O})\text{R}_{1-c}$
- iv)  $-\text{NC}(\text{O})\text{NR}_{1-c}\text{R}_{1-d}$
- v)  $-\text{NS}(\text{O})_2\text{R}_{1-c}$
- 20 vi)  $-\text{N-aryl}$
- vii)  $-\text{N-heteroaryl}$ ;

wherein further in this embodiment, cycloalkyl may optionally be fused to an additional aromatic or non-aromatic, carbocyclic or heterocyclic, ring containing  
25 3-7 ring atoms in which case this additional fused ring may optionally be substituted by 1-3 groups independently selected from the group consisting of:

- 1.  $-\text{OH}$
- 2.  $-\text{O}-(\text{C}_1\text{-C}_4 \text{ alkyl})$
- 30 3.  $-\text{NR}_{1-c}\text{R}_{1-d}$
- 4.  $-\text{C}(\text{O})\text{NR}_{1-c}\text{R}_{1-d}$
- 5.  $-\text{NC}(\text{O})\text{R}_{1-c}\text{R}_{1-d}$
- 6.  $-\text{NC}(\text{O})\text{NR}_{1-c}\text{R}_{1-d}$
- 7.  $-\text{NS}(\text{O})_2\text{R}_{1-c}\text{R}_{1-d}$

9. a halogen on the aromatic ring

wherein the fused ring is aromatic;

wherein further in this embodiment, cycloalkyl or  
cycloalkylmethyl may optionally contain 1 or 2 alkene

5 bonds if not fused to an additional aromatic ring;

wherein as used in this embodiment, heteroaryl may be

pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl,  
indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl,  
quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl,

10 isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, l,

indazolyl, benzothiazolyl, benzimidazolyl, benzofuranyl,

furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl,

triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl,

isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-

15 carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl,

isoindolinyl, isobenzotetrahydrofuranly,

isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl,

pyridopyridinyl, benzotetrahydrofuranly, benzotetrahydrothienyl,

purinyl, benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl,

20 pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl,

dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,

dihydrobenzisoethiazinyl, benzopyranly, benzothiopyranly,

coumarinyl, isocoumarinyl, chromonyl, chromanonyl,

tetrahydroquinolinyl, dihydroquinolinyl, dihydroquinolinonyl,

25 dihydroisoquinolinonyl, dihydrocoumarinyl, dihydroisocoumarinyl,

isoindolinonyl, benzodioxanyl, benzoxazolinonyl;

wherein as used in this embodiment, aryl may be chosen from  
phenyl as well as bicyclic rings, where phenyl is fused to  
another non-aromatic ring containing 3 to 4 members comprised of  
30 carbon and optionally 1 or 2 non-carbon atoms independently  
selected from the group consisting of nitrogen and oxygen;

wherein furthermore as used in this embodiment, in instances  
where heteroaryl and aryl possess a second non-aromatic ring, the  
non-aromatic ring may contain a carbonyl group directly attached

35 to a carbon ring member;

wherein furthermore as used in this embodiment, aryl and heteroaryl may be optionally substituted with 1 or 2 groups independently selected from the group consisting of from:

- a)  $OR_{1-c}$
- 5 b)  $NR_{1-c}R_{1-d}$
- c)  $C(O)NR_{1-c}R_{1-d}$
- d)  $NC(O)R_{1-c}R_{1-d}$
- e)  $NC(O)NR_{1-c}R_{1-d}$
- f)  $NS(O)_2R_{1-c}R_{1-d}$
- 10 g)  $NR_{1-c}$ thiazolyl
- h)  $NR_{1-c}$ imidazolyl
- i)  $NR_{1-c}$ oxazolyl;

wherein furthermore as used in this embodiment, heterocyclyl may be selected from the group consisting of  
15 azetidiny, pyrrolidinyl, piperidinyl, azepinyl, piperazinyl, morpholinyl, tetrahydrofyranyl, tetrahydropyranyl, indolinyl, or isochromanyl wherein heterocyclyl may be optionally substituted with 1 or 2 groups independently selected from the group consisting of:

- 20 j)  $=O$
- b)  $-OH-NR_{1-c}R_{1-d}$
- k)  $-C(O)NR_{1-c}R_{1-d}$
- l)  $-NC(O)R_{1-c}R_{1-d}$
- m)  $-NC(O)NR_{1-c}R_{1-d}$
- 25 n)  $-NS(O)_2R_{1-c}R_{1-d}$
- o)  $-NR_{1-a}$ aryl
- p)  $-NR_{1-a}$ heteroaryl
- q)  $-aryl$
- r)  $-heteroaryl$ ;

30 wherein as used in this embodiment,  $R_{1-c}$  and  $R_{1-d}$  at each occurrence may be independently selected from the group consisting of:

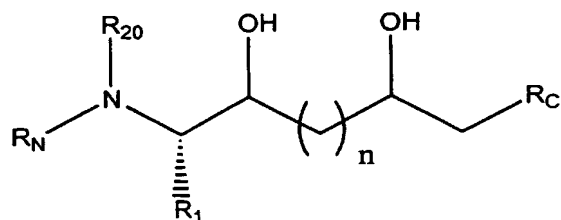
- a)  $-H$
- b)  $-C_1-C_6$  alkyl
- 35 c)  $-(CH_2)_{0-2}-NR_{1-e}R_{1-f}$

- d)  $-(\text{CH}_2)_{0-2}-\text{C}(\text{O})\text{NR}_{1-e}\text{R}_{1-f}$   
 e)  $-(\text{CH}_2)_{0-2}-\text{NR}_{1-e}-\text{C}(\text{O})\text{R}_{1-f}$   
 f)  $-(\text{CH}_2)_{0-2}-\text{NR}_{1-e}-\text{C}(\text{O})\text{NR}_{1-e}\text{R}_{1-f}$   
 g)  $-(\text{CH}_2)_{0-2}-\text{O}-\text{C}(\text{O})\text{NR}_{1-e}\text{R}_{1-f}$   
 h)  $-(\text{CH}_2)_{0-2}-\text{O}-\text{R}_{1-e};$

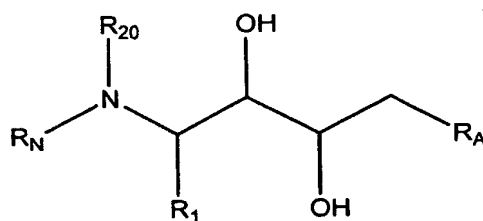
wherein as used in this embodiment,  $\text{R}_{1-e}$  and  $\text{R}_{1-f}$  at each occurrence are independently selected from the group consisting of:

- i) H  
 ii)  $\text{C}_1\text{-C}_6$  alkyl.

9. A compound according to claim 8, with stereochemistry of the configuration:



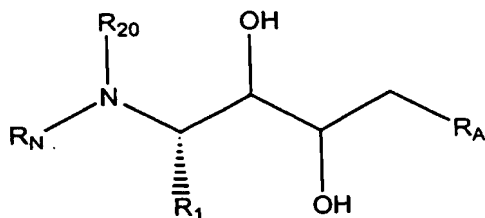
10. A compound of the formula V:



(V)

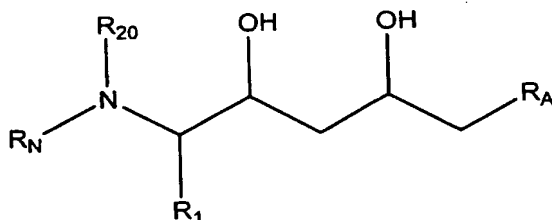
and pharmaceutically acceptable salts and esters thereof, where  $\text{R}_N$ ,  $\text{R}_{20}$  and  $\text{R}_1$  are as defined in claim 1 or claim 2, and where  $\text{R}_A$  is as defined in claim 8.

11. A compound according to 10, with stereochemistry of the configuration:



5

12. A compound of the formula VI:



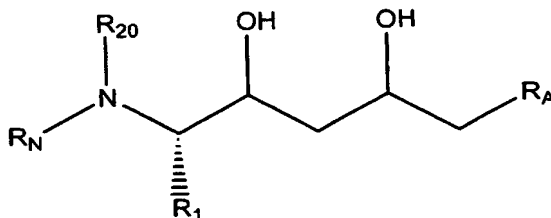
10

(VI)

and pharmaceutically acceptable salts and esters thereof, where  $R_N$ ,  $R_{20}$  and  $R_1$  are as defined in claim 1 or claim 2, and where  $R_A$  is as defined in claim 8.

15

13. A compound according to claim 12, with stereochemistry of the configuration:



20

14. A compound according to claim 1 or 2, wherein  $R_N$  is  $R_{N-1}C(O)-$ .

15. A compound according to claim 1 or 2, wherein  $R_N$  is  $R_{N-1}C(O)-$ ; and

$R_1$  is:

5 (I)  $-(CH_2)_{n_1}-(R_{1-aryl})$ , where  $n_1$  is zero or one and where  $R_{1-aryl}$  is phenyl, 1-naphthyl, 2-naphthyl, indanyl, indenyl, dihydronaphthalyl, or tetralinyl optionally substituted with one, two, three, or four of the following substituents on the aryl ring:

10 (A)  $C_1-C_6$  alkyl optionally substituted with one, two or three substituents selected from the group consisting of  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(B)  $C_2-C_6$  alkenyl with one or two double bonds, 15 optionally substituted with one, two or three substituents selected from the group consisting of

$-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(C)  $C_2-C_6$  alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents 20 selected from the group consisting of

$-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(D)  $-F$ ,  $Cl$ ,  $-Br$ , or  $-I$ ,

(F)  $-C_1-C_6$  alkoxy optionally substituted with one, two, or three  $-F$ ,

25 (G)  $-NR_{N-2}R_{N-3}$ , where  $R_{N-2}$  and  $R_{N-3}$  are independently selected from the group consisting of:

(1)  $-H$ ,

(2)  $-C_1-C_6$  alkyl optionally substituted with one substituent selected from the group consisting of:

30 (a)  $-OH$ , and

(b)  $-NH_2$ ,

(3)  $-C_1-C_6$  alkyl optionally substituted with one to three  $-F$ ,  $-Cl$ ,  $-Br$ , or  $-I$ ,

(4)  $-C_3-C_7$  cycloalkyl,

- (5)  $-(C_1-C_2 \text{ alkyl})-(C_3-C_7 \text{ cycloalkyl})$ ,  
(6)  $-(C_1-C_6 \text{ alkyl})-O-(C_1-C_3 \text{ alkyl})$ ,  
(7)  $-C_2-C_6 \text{ alkenyl}$  with one or two double bonds,  
5 (8)  $-C_2-C_6 \text{ alkynyl}$  with one or two triple bonds,  
(9)  $-C_1-C_6 \text{ alkyl chain}$  with one double bond and one triple bond,  
(10)  $-R_1\text{-aryl}$ , and  
10 (11)  $-R_1\text{-heteroaryl}$ ,  
(H)  $-OH$ ,  
(I)  $-C\equiv N$ ,  
(J)  $C_3-C_7 \text{ cycloalkyl}$ , optionally substituted with one, two or three substituents selected from the group  
15 consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  
 $-CF_3$ ,  $C_1-C_3 \text{ alkoxy}$ , and  $-NR_{1-a}R_{1-b}$ ,  
(K)  $-CO-(C_1-C_4 \text{ alkyl})$ ,  
(L)  $-SO_2-NR_{1-a}R_{1-b}$ ,  
(M)  $-CO-NR_{1-a}R_{1-b}$ , or  
20 (N)  $-SO_2-(C_1-C_4 \text{ alkyl})$ , or  
(II)  $-(CH_2)_{n_1}-(R_1\text{-heteroaryl})$ , where  $n_1$  is zero or one and where  $R_1\text{-heteroaryl}$  is selected from the group consisting of:  
pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl,  
25 quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl,  
30 where the  $R_1\text{-heteroaryl}$  group is bonded to  $-(CH_2)_{n_1}-$  by any ring atom of the parent  $R_1\text{-heteroaryl}$  group substituted by hydrogen such that the new bond to the  $R_1\text{-heteroaryl}$  group replaces the hydrogen atom and its bond, where heteroaryl is optionally substituted with one, two, three, or four of:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

5 (2) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>, where R<sub>1-a</sub> and R<sub>1-b</sub> are -H or C<sub>1</sub>-C<sub>6</sub> alkyl,

10 (3) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>, where R<sub>1-a</sub> and R<sub>1-b</sub> are -H or C<sub>1</sub>-C<sub>6</sub> alkyl,

15 (4) -F, Cl, -Br, or -I,  
(6) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

(7) -NR<sub>N-2</sub>R<sub>N-3</sub>,  
(8) -OH,  
20 (9) -C≡N,  
(10) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>, where R<sub>1-a</sub> and R<sub>1-b</sub> are -H or C<sub>1</sub>-C<sub>6</sub> alkyl,

25 (11) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),  
(12) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,  
(13) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or  
(14) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl), with the proviso that when n<sub>1</sub> is zero R<sub>1-heteroaryl</sub> is not bonded to the carbon chain by  
30 nitrogen.

16. A compound according to claim 1 or 2, wherein R<sub>N</sub> is R<sub>N-1</sub>C(O)-; and R<sub>N-1</sub> is selected from the group consisting of:

phenyl, 1-naphthyl, 2-naphthyl, tetralinyl, indanyl, dihydronaphthyl or 6,7,8,9-tetrahydro-5H-benzo[a]cycloheptenyl, each of which is optionally substituted with one, two or three of the following substituents which can be the same or different and are:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

10

(2) -OH,

(3) -NO<sub>2</sub>,

(4) -F, -Cl, -Br, or -I,

(5) -CO-OH,

(6) -C≡N,

15

(7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,

(8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(9) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl with one, two or three double bonds),

20

(10) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl with one, two or three triple bonds),

(11) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(12) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-aryl</sub>,

(13) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heteroaryl</sub>,

(14) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heterocycle</sub>,

25

(15) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> where R<sub>N-4</sub> is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of: C<sub>1</sub>-C<sub>6</sub> alkyl,

30

(16) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> is selected from the group consisting of:

(a) C<sub>1</sub>-C<sub>6</sub> alkyl,

(b) -(CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1-aryl</sub>),

(c) C<sub>2</sub>-C<sub>6</sub> alkenyl containing one or two double bonds,

(d) C<sub>2</sub>-C<sub>6</sub> alkynyl containing one or two triple bonds,

5 (e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, and

(f) - (CH<sub>2</sub>)<sub>0-2</sub> - (R<sub>1</sub>-heteroaryl),

(17) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - NR<sub>N-2</sub>R<sub>N-3</sub>,

(18) - (CH<sub>2</sub>)<sub>0-4</sub> - SO - (C<sub>1</sub>-C<sub>8</sub> alkyl),

(19) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - (C<sub>1</sub>-C<sub>12</sub> alkyl),

10 (20) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - (C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(21) - (CH<sub>2</sub>)<sub>0-4</sub> - N(H or R<sub>N-5</sub>) - CO - O - R<sub>N-5</sub> where R<sub>N-5</sub> can be the same or different,

(22) - (CH<sub>2</sub>)<sub>0-4</sub> - N(H or R<sub>N-5</sub>) - CO - N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

15 (23) - (CH<sub>2</sub>)<sub>0-4</sub> - N - CS - N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

(24) - (CH<sub>2</sub>)<sub>0-4</sub> - N(-H or R<sub>N-5</sub>) - CO - R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different,

(25) - (CH<sub>2</sub>)<sub>0-4</sub> - NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> can be the same or different,

(26) - (CH<sub>2</sub>)<sub>0-4</sub> - R<sub>N-4</sub>,

(27) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CO - (C<sub>1</sub>-C<sub>6</sub> alkyl),

(28) - (CH<sub>2</sub>)<sub>0-4</sub> - O - P(O) - (OR<sub>N-aryl-1</sub>)<sub>2</sub> where R<sub>N-aryl-1</sub> is -H or C<sub>1</sub>-C<sub>4</sub> alkyl,

25 (29) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CO - N(R<sub>N-5</sub>)<sub>2</sub>,

(30) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CS - N(R<sub>N-5</sub>)<sub>2</sub>,

(31) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (R<sub>N-5</sub>)<sub>2</sub>,

(32) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (R<sub>N-5</sub>)<sub>2</sub> - COOH,

(33) - (CH<sub>2</sub>)<sub>0-4</sub> - S - (R<sub>N-5</sub>)<sub>2</sub>,

30 (34) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two, three, four, or five -F),

(35) C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(36) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I,

35 -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(37) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(38) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different, or

(39) - (CH<sub>2</sub>)<sub>0-4</sub>- C<sub>3</sub>-C<sub>7</sub> cycloalkyl.

17. A compound according to claim 1 or 2, wherein R<sub>N</sub> is R<sub>N-1</sub>C(O)-; and

10 R<sub>N-1</sub> is R<sub>N-heteroaryl</sub> where R<sub>N-heteroaryl</sub> is selected from the group consisting of:

pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, 15 pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl, 20 tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuryl, isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl, pyridopyridinyl, benzotetrahydrofuryl, benzotetrahydrothienyl, purinyl, benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl, Pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl, 25 dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl, dihydrobenzisothiazinyl, benzopyranyl, benzothiopyranyl, coumarinyl,

where the R<sub>N-heteroaryl</sub> group is bonded by any atom of the parent R<sub>N-heteroaryl</sub> group substituted by hydrogen such 30 that the new bond to the R<sub>N-heteroaryl</sub> group replaces the hydrogen atom and its bond, where heteroaryl is optionally substituted with one, two, three, or four of:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents selected from the group

consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

- (2) -OH,
- (3) -NO<sub>2</sub>,
- 5 (4) -F, -Cl, -Br, or -I
- (5) -CO-OH,
- (6) -C≡N,
- (7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,
- (8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),
- 10 (9) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl with one, two or three double bonds),
- (10) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl with one, two or three triple bonds),
- (11) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- 15 (12) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-aryl</sub>,
- (13) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heteroaryl</sub>,
- (14) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heterocycle</sub>,
- (15) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub>,
- (16) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub>,
- 20 (17) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,
- (18) -(CH<sub>2</sub>)<sub>0-4</sub>-SO-(C<sub>1</sub>-C<sub>8</sub> alkyl),
- (19) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>12</sub> alkyl),
- (20) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- (21) -(CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub>
- 25 <sub>5</sub> can be the same or different,
- (22) -(CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,
- (23) -(CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,
- 30 (24) -(CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different,
- (25) -(CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> can be the same or different,
- (26) -(CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,
- 35 (27) -(CH<sub>2</sub>)<sub>0-4</sub>-O-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O)-(OR<sub>N-aryl-1</sub>)<sub>2</sub> where R<sub>N-aryl-1</sub> is -H or C<sub>1</sub>-C<sub>4</sub> alkyl,

(29) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(30) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

5 (31) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>)<sub>2</sub>,

(32) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>)<sub>2</sub>-COOH,

(33) - (CH<sub>2</sub>)<sub>0-4</sub>-S-(R<sub>N-5</sub>)<sub>2</sub>,

(34) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two, three, four, or five -F),

10 (35) C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(36) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(37) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(38) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different, or

(39) - (CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl.

20

18. A compound according to claim 1 or 2, wherein R<sub>N</sub> is R<sub>N-1</sub>C(O)-; and

R<sub>N-1</sub> is phenyl, 1-naphthyl, or 2-naphthyl, each of which is optionally substituted with one, two or three of the following substituents which can be the same or different and are:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

30

(2) -OH,

(3) -NO<sub>2</sub>,

(4) -F, -Cl, -Br, or -I,

(5) -CO-OH,

(6) -C≡N,

- (7) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,  
(8) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_1-\text{C}_{12} \text{ alkyl})$ ,  
(9) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12} \text{ alkenyl with one, two or three double bonds})$ ,  
5 (10) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12} \text{ alkynyl with one, two or three triple bonds})$ ,  
(11) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,  
(12) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-aryl}$ ,  
(13) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heteroaryl}$ ,  
10 (14) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heterocycle}$ ,  
(15) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_{\text{N}-4}$  where  $\text{R}_{\text{N}-4}$  is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide,  
15 pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of:  $\text{C}_1-\text{C}_6$  alkyl,  
(16) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  is selected from the group consisting of:  
(a)  $\text{C}_1-\text{C}_6$  alkyl,  
20 (b) -  $(\text{CH}_2)_{0-2}-(\text{R}_1\text{-aryl})$ ,  
(c)  $\text{C}_2-\text{C}_6$  alkenyl containing one or two double bonds,  
(d)  $\text{C}_2-\text{C}_6$  alkynyl containing one or two triple bonds,  
25 (e)  $\text{C}_3-\text{C}_7$  cycloalkyl, and  
(f) -  $(\text{CH}_2)_{0-2}-(\text{R}_1\text{-heteroaryl})$ ,  
(17) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,  
(18) -  $(\text{CH}_2)_{0-4}-\text{SO}-(\text{C}_1-\text{C}_8 \text{ alkyl})$ ,  
(19) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_1-\text{C}_{12} \text{ alkyl})$ ,  
30 (20) -  $(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,  
(21) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  can be the same or different,  
(22) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,

(23)  $-(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,

(24)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H} \text{ or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different,

5 (25)  $-(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$  where  $\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  can be the same or different,

(26)  $-(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4}$ ,

(27)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,

(28)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{\text{N-aryl-1}})_2$  where  $\text{R}_{\text{N-aryl-1}}$  is  $-\text{H}$  or  $\text{C}_1-\text{C}_4$  alkyl,

(29)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(30)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(31)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2$ ,

(32)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2-\text{COOH}$ ,

15 (33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})_2$ ,

(34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five } -\text{F})$ ,

(35)  $\text{C}_3-\text{C}_7$  cycloalkyl,

(36)  $\text{C}_2-\text{C}_6$  alkenyl with one or two double bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(37)  $\text{C}_2-\text{C}_6$  alkynyl with one or two triple bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

25 (38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H} \text{ or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different, or

(39)  $-(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7$  cycloalkyl.

19. A compound according to claim 1 or 2, wherein  $\text{R}_{\text{N}}$  represents  $\text{R}_{\text{N}-1}\text{C}(\text{O})-$ ; and  $\text{R}_{\text{N}-1}$  is phenyl optionally substituted with one, two or three of the following substituents which can be the same or different and are:

(1)  $\text{C}_1-\text{C}_6$  alkyl, optionally substituted with one, two or three substituents selected from the group

consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

- (2) -OH,
- (3) -NO<sub>2</sub>,
- 5 (4) -F, -Cl, -Br, or -I,
- (5) -CO-OH,
- (6) -C≡N,
- (7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,
- (8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),
- 10 (9) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl with one, two or three double bonds),
- (10) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl with one, two or three triple bonds),
- (11) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- 15 (12) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-aryl</sub>,
- (13) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heteroaryl</sub>,
- (14) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heterocycle</sub>,
- (15) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> where R<sub>N-4</sub> is selected from the group consisting of morpholinyl, thiomorpholinyl,
- 20 piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of: C<sub>1</sub>-C<sub>6</sub> alkyl,
- (16) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> is selected
- 25 from the group consisting of:
  - (a) C<sub>1</sub>-C<sub>6</sub> alkyl,
  - (b) -(CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1-aryl</sub>),
  - (c) C<sub>2</sub>-C<sub>6</sub> alkenyl containing one or two double bonds,
  - 30 (d) C<sub>2</sub>-C<sub>6</sub> alkynyl containing one or two triple bonds,
  - (e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, and
  - (f) -(CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1-heteroaryl</sub>),
  - (17) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,
  - 35 (18) -(CH<sub>2</sub>)<sub>0-4</sub>-SO-(C<sub>1</sub>-C<sub>8</sub> alkyl),

- (19)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_1-\text{C}_{12} \text{ alkyl})$ ,
- (20)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,
- (21)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  can be the same or different,
- 5 (22)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,
- (23)  $-(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,
- (24)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different,
- 10 (25)  $-(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$  where  $\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  can be the same or different,
- (26)  $-(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4}$ ,
- (27)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,
- 15 (28)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{\text{N-aryl-1}})_2$  where  $\text{R}_{\text{N-aryl-1}}$  is  $-\text{H}$  or  $\text{C}_1-\text{C}_4 \text{ alkyl}$ ,
- (29)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,
- (30)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,
- (31)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2$ ,
- 20 (32)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2-\text{COOH}$ ,
- (33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})_2$ ,
- (34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five } -\text{F})$ ,
- (35)  $\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ ,
- 25 (36)  $\text{C}_2-\text{C}_6 \text{ alkenyl with one or two double bonds optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F, } -\text{Cl, } -\text{Br, } -\text{I, } -\text{OH, } -\text{SH, } -\text{C}\equiv\text{N, } -\text{CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, or } -\text{NR}_{1-a}\text{R}_{1-b}$ ,
- (37)  $\text{C}_2-\text{C}_6 \text{ alkynyl with one or two triple bonds optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F, } -\text{Cl, } -\text{Br, } -\text{I, } -\text{OH, } -\text{SH, } -\text{C}\equiv\text{N, } -\text{CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, or } -\text{NR}_{1-a}\text{R}_{1-b}$ ,
- 30 (38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different, or
- (39)  $-(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ .

35 20. A compound according to claim 1 or 2, wherein  $\text{R}_{\text{N}}$

represents  $R_{N-1}C(O)-$ ; and

$R_{N-1}$  is phenyl of which is optionally substituted with one, two or three of the following substituents which can be the same or different and are:

5 (1)  $C_1-C_6$  alkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $C_1-C_3$  alkyl,  $-F$ ,  $-Cl$ ,  $-Br$ ,  $-I$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(2)  $-OH$ ,

10 (3)  $-NO_2$ ,

(4)  $-F$ ,  $-Cl$ ,  $-Br$ , or  $-I$ ,

(5)  $-CO-OH$ ,

(6)  $-C\equiv N$ ,

(7)  $-(CH_2)_{0-4}-CO-NR_{N-2}R_{N-3}$ ,

15 (8)  $-(CH_2)_{0-4}-CO-(C_1-C_{12}$  alkyl),

(9)  $-(CH_2)_{0-4}-CO-(C_2-C_{12}$  alkenyl with one, two or three double bonds),

(10)  $-(CH_2)_{0-4}-CO-(C_2-C_{12}$  alkynyl with one, two or three triple bonds),

20 (11)  $-(CH_2)_{0-4}-CO-(C_3-C_7$  cycloalkyl),

(12)  $-(CH_2)_{0-4}-CO-R_{1-aryl}$ ,

(13)  $-(CH_2)_{0-4}-CO-R_{1-heteroaryl}$ ,

(14)  $-(CH_2)_{0-4}-CO-R_{1-heterocycle}$ ,

(15)  $-(CH_2)_{0-4}-CO-R_{N-4}$  where  $R_{N-4}$  is selected

25 from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of:  $C_1-C_6$  alkyl,

30 (16)  $-(CH_2)_{0-4}-CO-O-R_{N-5}$  where  $R_{N-5}$  is selected from the group consisting of:

(a)  $C_1-C_6$  alkyl,

(b)  $-(CH_2)_{0-2}-(R_{1-aryl})$ ,

35 (c)  $C_2-C_6$  alkenyl containing one or two double bonds,

(d) C<sub>2</sub>-C<sub>6</sub> alkynyl containing one or two triple bonds, and

(e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(17) -(CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> can be the same or different,

(18) -(CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

(19) -(CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

(20) -(CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different,

(21) -(CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> can be the same or different,

(22) -(CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,

(23) -(CH<sub>2</sub>)<sub>0-4</sub>-O-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(24) -(CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(25) -(CH<sub>2</sub>)<sub>0-4</sub>-O-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

(26) -(CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>)<sub>2</sub>,

(27) -(CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>)<sub>2</sub>-COOH,

(28) -(CH<sub>2</sub>)<sub>0-4</sub>-O-(C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two, three, four, or five -F),

(29) -(CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different, or

(39) -(CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl.

25

21. A compound according to claim 1 or 2, wherein R<sub>N</sub> is R<sub>N-1</sub>C(O)-; and

R<sub>1</sub> represents -(CH<sub>2</sub>)<sub>n1</sub>-phenyl where n<sub>1</sub> is zero or one and where phenyl is optionally substituted with one, two, or three of the following substituents which are the same or different:

(A) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(B) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected from the group consisting of

-F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

5 (C) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of

-F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(D) -F, Cl, -Br, or -I,

10 (F) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

(G) -NR<sub>N-2</sub>R<sub>N-3</sub>, where R<sub>N-2</sub> and R<sub>N-3</sub> are independently selected from the group consisting of:

(1) -H,

15 (2) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one substituent selected from the group consisting of:

(a) -OH, and

(b) -NH<sub>2</sub>,

20 (3) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one to three -F, -Cl, -Br, or -I,

(4) -C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(5) -(C<sub>1</sub>-C<sub>2</sub> alkyl)-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(6) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>3</sub> alkyl),

25 (7) -C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds,

(8) -C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds,

(9) -C<sub>1</sub>-C<sub>6</sub> alkyl chain with one double bond and one triple bond,

30 (10) -R<sub>1</sub>-aryl, and

(11) -R<sub>1</sub>-heteroaryl,

(H) -OH,

(I) -C≡N,

(J) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

- 5 (K) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),  
(L) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,  
(M) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or  
(N) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl).

10 22. A compound according to claim 1 or 2, wherein R<sub>1</sub> is selected from the groups consisting of phenyl(C<sub>1</sub>-C<sub>6</sub>)alkyl groups where the phenyl is optionally substituted with one or two groups independently selected from

(A) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one,  
15 two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(B) -F, Cl, -Br, or -I,

(C) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one,  
20 two, or three -F,

(D) -NR<sub>N-2</sub>R<sub>N-3</sub>, where R<sub>N-2</sub> and R<sub>N-3</sub> are independently selected from the group consisting of:

(1) -H,

(2) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with  
25 one substituent selected from the group consisting of:

(a) -OH, and

(b) -NH<sub>2</sub>,

(3) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one to three -F, -Cl, -Br, or -I,

30 (4) -C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(5) -(C<sub>1</sub>-C<sub>2</sub> alkyl)-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(6) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>3</sub> alkyl),

(9) -C<sub>1</sub>-C<sub>6</sub> alkyl chain with one double bond  
and one triple bond,

35 (E) -OH,

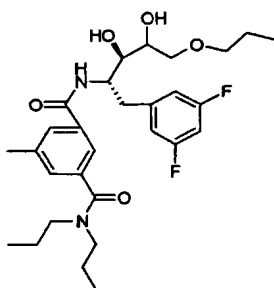
(F)  $-C\equiv N$ ,

(G)  $C_3-C_7$  cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and -

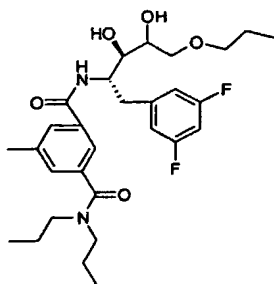
5  $NR_{1-a}R_{1-b}$ ,(H)  $-CO-(C_1-C_4 \text{ alkyl})$ ,(I)  $-SO_2-NR_{1-a}R_{1-b}$ , or(J)  $-CO-NR_{1-a}R_{1-b}$ .

10 23. A compound according to claim 1 or 2, wherein  $R_1$  is selected from the group consisting of benzyl, 4-hydroxybenzyl, 2-fluoro-4-propylbenzyl, 3-amino-4-bromobenzyl; 3-chloro-5-methylphenethyl, 3,5-difluorobenzyl, 2-methylphenylpropyl, 4-trifluoromethylbenzyl, 4-trifluoromethylphenethyl, 2,3-  
15 dichlorobenzyl, and 2-chloro-4-cyanobenzyl.

24. A compound selected from the group consisting of:

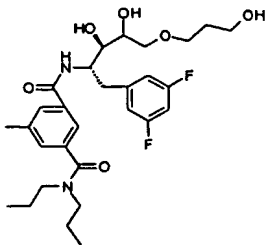


1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-propyl-L-  
threo-pentitol

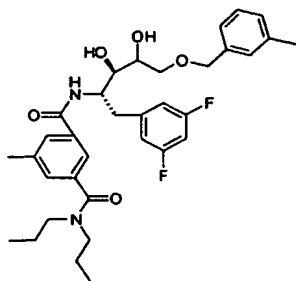


1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-propyl-L-  
threo-pentitol

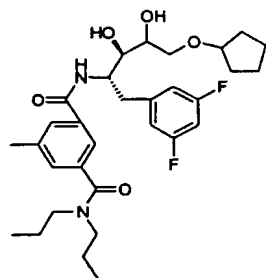
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
 ({3-[(dipropylamino)carbonyl]-5-  
 methylbenzoyl}amino)-5-O-(3-  
 hydroxypropyl)-L-threo-pentitol



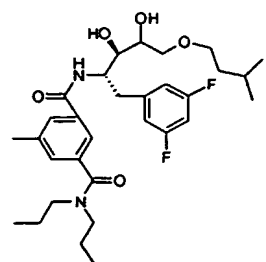
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
 ({3-[(dipropylamino)carbonyl]-5-  
 methylbenzoyl}amino)-5-O-(3-  
 methylbenzyl)-L-threo-pentitol



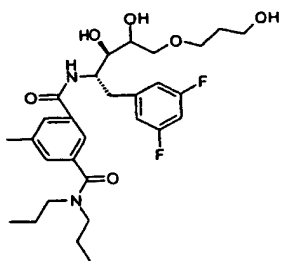
5-O-cyclopentyl-1,2-dideoxy-1-(3,5-  
 difluorophenyl)-2-({3-  
 [(dipropylamino)carbonyl]-5-  
 methylbenzoyl}amino)-L-threo-pentitol



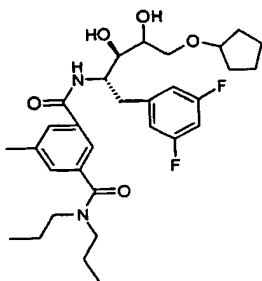
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
 ({3-[(dipropylamino)carbonyl]-5-  
 methylbenzoyl}amino)-5-O-isopentyl-  
 L-threo-pentitol



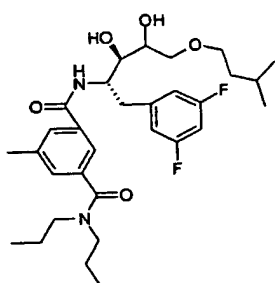
WO 03/043975



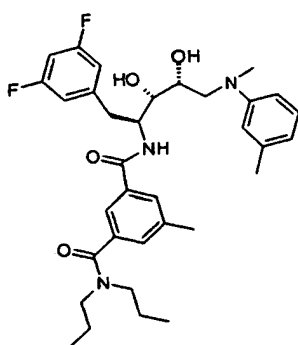
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-(3-  
hydroxypropyl)-L-threo-pentitol



5-O-cyclopentyl-1,2-dideoxy-1-(3,5-  
difluorophenyl)-2-((3-  
((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-L-threo-pentitol

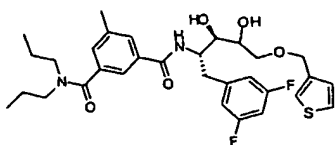


1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-isopentyl-  
L-threo-pentitol

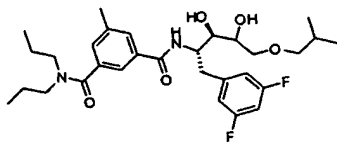


1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-[methyl(3-  
methylphenyl)amino]-D-ribose

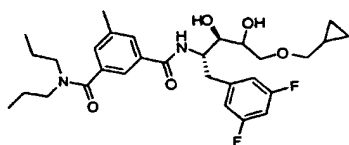
WO 03/043975



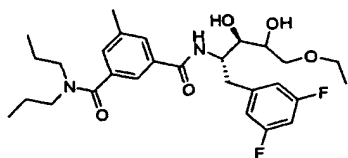
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-(thien-3-  
ylmethyl)-L-threo-pentitol



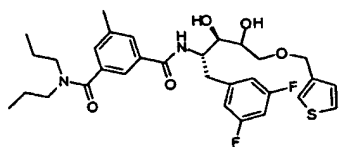
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-isobutyl-L-  
threo-pentitol



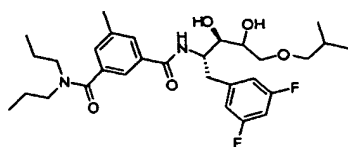
5-O-(cyclopropylmethyl)-1,2-dideoxy-  
1-(3,5-difluorophenyl)-2-((3-  
((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-L-threo-pentitol



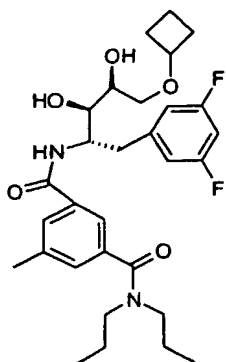
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-ethyl-L-  
threo-pentitol



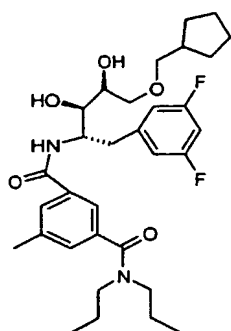
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-(thien-3-  
ylmethyl)-L-threo-pentitol



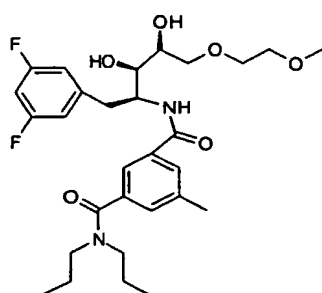
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-isobutyl-L-  
threo-pentitol



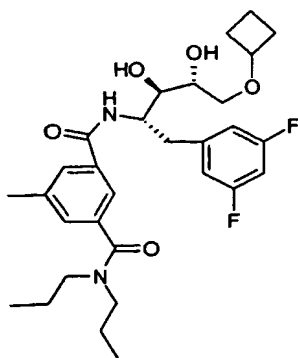
5-O-cyclobutyl-1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-D-xylitol



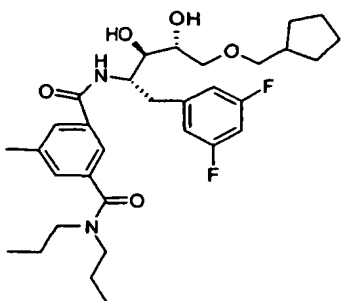
5-O-(cyclopentylmethyl)-1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-D-xylitol



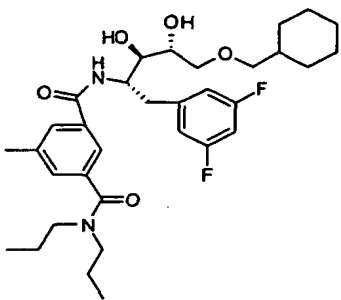
1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-5-O-(2-methoxyethyl)-D-xylitol



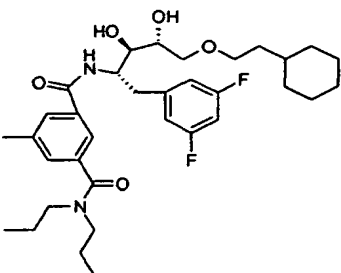
5-O-cyclobutyl-1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-D-xylitol



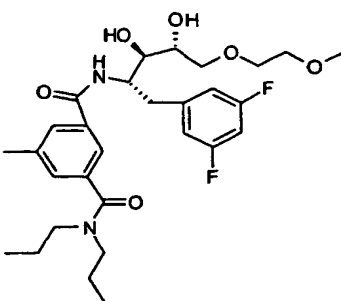
5-O-(cyclopentylmethyl)-1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-D-xylitol



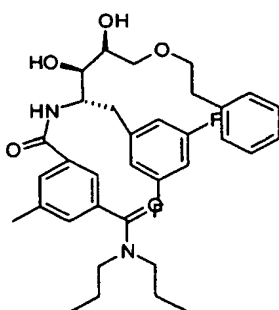
5-O-(cyclohexylmethyl)-1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-D-xylitol



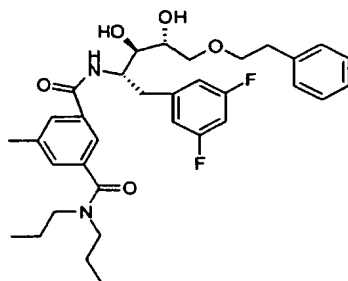
5-O-(2-cyclohexylethyl)-1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-D-xylitol



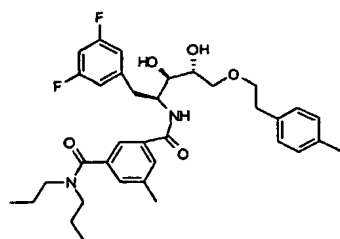
1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-5-O-(2-methoxyethyl)-D-xylitol



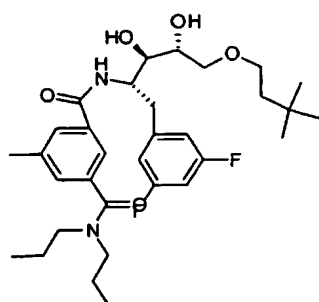
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
{3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-(2-  
phenylethyl)-D-xylitol



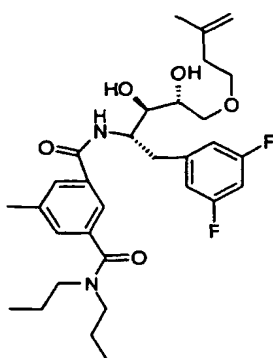
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
{3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-(2-  
phenylethyl)-D-xylitol



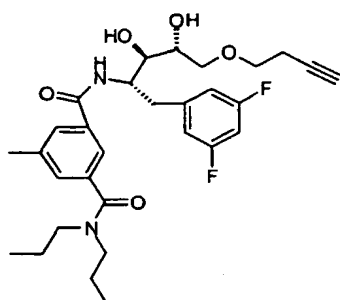
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
{3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-[2-(4-  
methylphenyl)ethyl]-D-xylitol



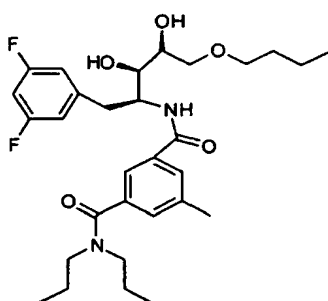
1,2-dideoxy-1-(3,5-difluorophenyl)-5-  
O-(3,3-dimethylbutyl)-2-({3-  
[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-D-xylitol



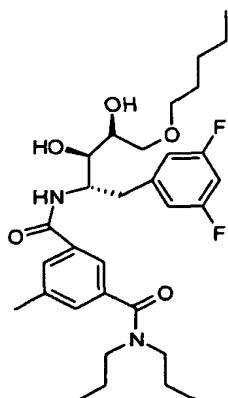
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
 ({3-[(dipropylamino)carbonyl]-5-  
 methylbenzoyl}amino)-5-O-(3-  
 methylbut-3-enyl)-D-xylitol



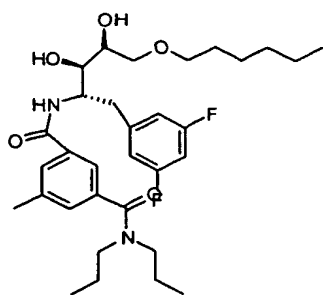
5-O-but-3-ynyl-1,2-dideoxy-1-(3,5-  
 difluorophenyl)-2-((3-  
 [(dipropylamino)carbonyl]-5-  
 methylbenzoyl)amino)-D-xylitol



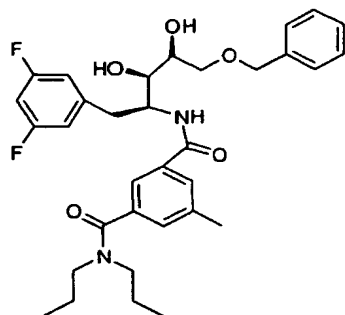
5-O-butyl-1,2-dideoxy-1-(3,5-  
 difluorophenyl)-2-((3-  
 [(dipropylamino)carbonyl]-5-  
 methylbenzoyl)amino)-D-xylitol



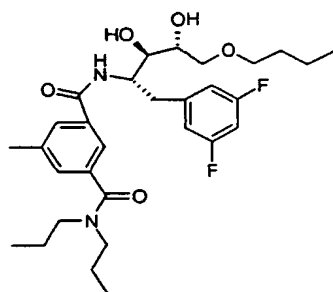
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
 ({3-[(dipropylamino)carbonyl]-5-  
 methylbenzoyl}amino)-5-O-pentyl-D-  
 xylitol



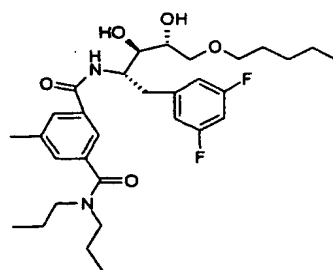
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-O-hexyl-D-  
xylitol



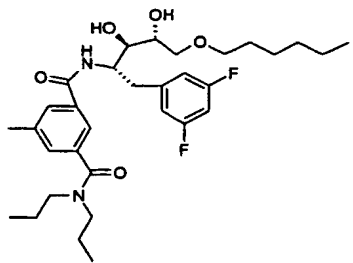
5-O-benzyl-1,2-dideoxy-1-(3,5-  
difluorophenyl)-2-((3-  
[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-D-xylitol



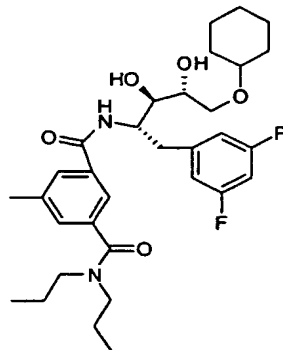
5-O-butyl-1,2-dideoxy-1-(3,5-  
difluorophenyl)-2-((3-  
[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-D-xylitol



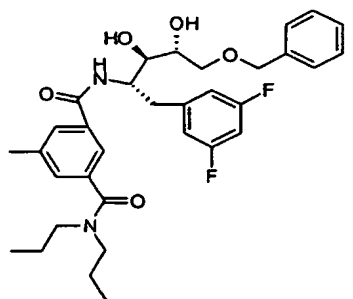
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-O-pentyl-D-  
xylitol



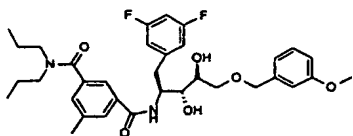
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-hexyl-D-  
xylitol



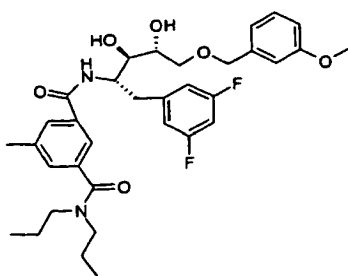
5-O-cyclohexyl-1,2-dideoxy-1-(3,5-  
difluorophenyl)-2-((3-  
((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-D-xylitol



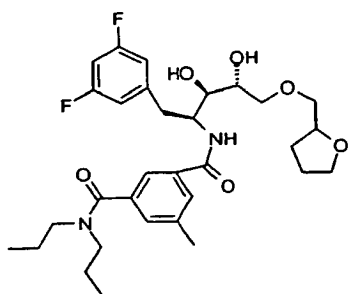
5-O-benzyl-1,2-dideoxy-1-(3,5-  
difluorophenyl)-2-((3-  
((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-D-xylitol



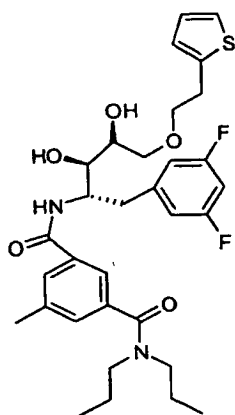
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-(3-  
methoxybenzyl)-D-xylitol



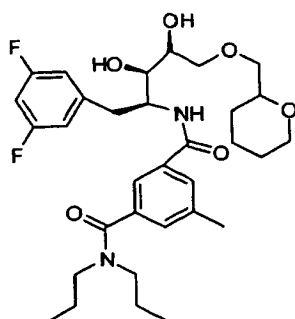
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
 ((3-((dipropylamino)carbonyl)-5-  
 methylbenzoyl)amino)-5-O-(3-  
 methoxybenzyl)-D-xylitol



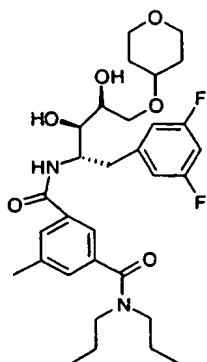
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
 ((3-((dipropylamino)carbonyl)-5-  
 methylbenzoyl)amino)-5-O-  
 (tetrahydrofuran-2-ylmethyl)-D-xylitol



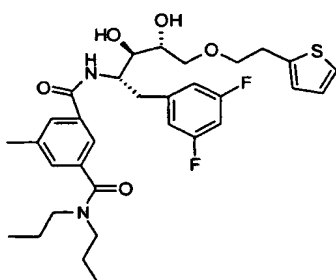
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
 ((3-((dipropylamino)carbonyl)-5-  
 methylbenzoyl)amino)-5-O-(2-thien-2-  
 ylethyl)-D-xylitol



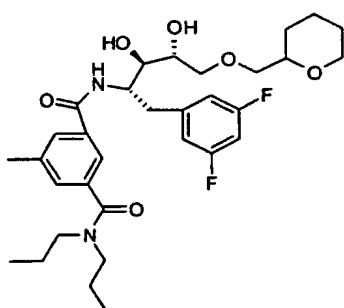
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
 ((3-((dipropylamino)carbonyl)-5-  
 methylbenzoyl)amino)-5-O-  
 (tetrahydro-2H-pyran-2-ylmethyl)-D-  
 xylitol



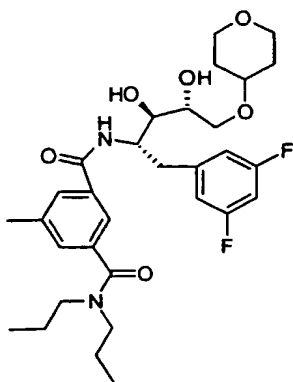
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-O-tetrahydro-  
2H-pyran-4-yl-D-xylitol



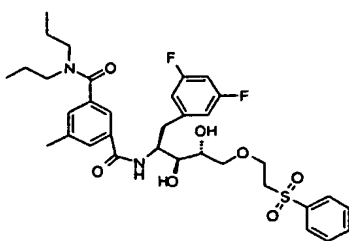
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-O-(2-thien-2-  
ylethyl)-D-xylitol



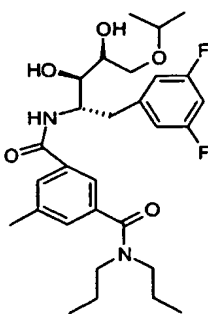
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-O-  
(tetrahydro-2H-pyran-2-ylmethyl)-D-  
xylitol



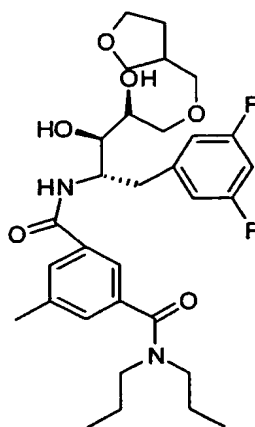
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-O-tetrahydro-  
2H-pyran-4-yl-D-xylitol



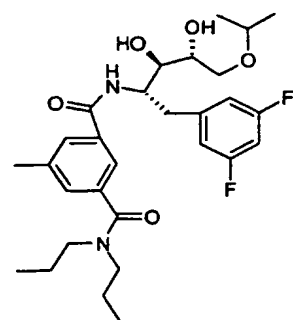
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-[2-  
(phenylsulfonyl)ethyl]-D-ribose



1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-isopropyl-  
D-xylitol

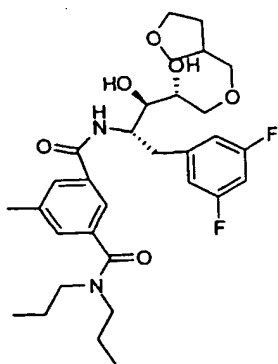


1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-  
(tetrahydrofuran-3-ylmethyl)-D-xylitol

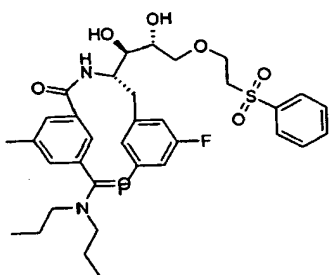


1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-O-isopropyl-  
D-xylitol

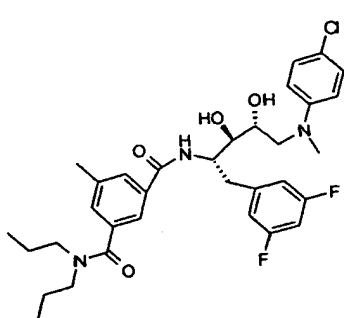
WO 03/043975



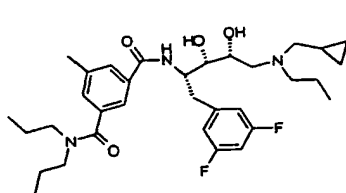
1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-  
(tetrahydrofuran-3-ylmethyl)-D-xylitol



1,2-dideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-O-[2-  
(phenylsulfonyl)ethyl]-D-xylitol

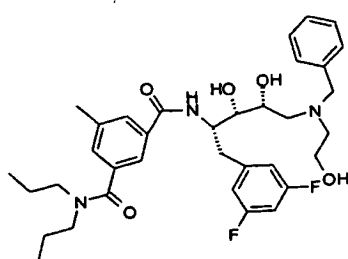


5-[(4-chlorophenyl)(methyl)amino]-  
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-D-xylitol

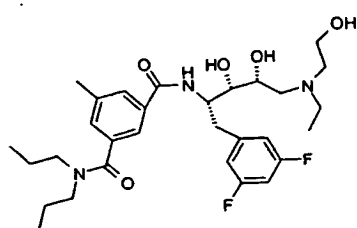


5-[(cyclopropylmethyl)(propyl)amino]-  
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-D-ribose

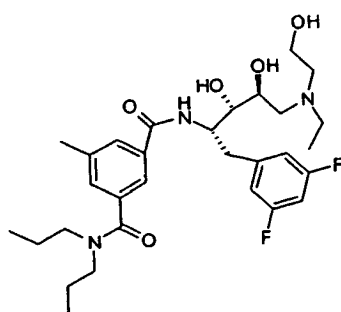
WO 03/043975



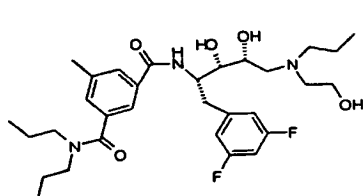
5-[benzyl(2-hydroxyethyl)amino]-1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-D-ribose



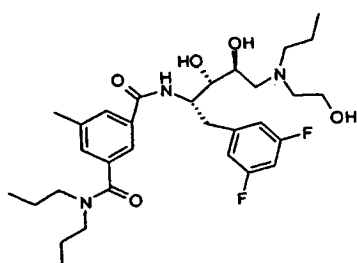
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-5-[ethyl(2-hydroxyethyl)amino]-D-ribose



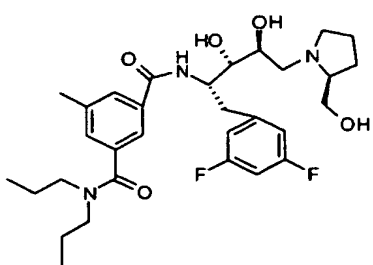
1,4,5-trideoxy-5-(3,5-difluorophenyl)-4-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-1-[ethyl(2-hydroxyethyl)amino]-L-arabinose



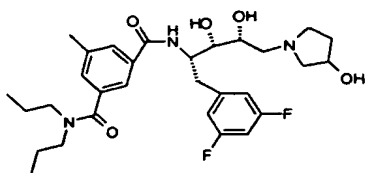
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-5-[(2-hydroxyethyl)(propyl)amino]-D-ribose



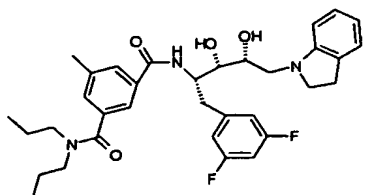
1,4,5-trideoxy-5-(3,5-difluorophenyl)-4-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-1-[(2-hydroxyethyl)(propyl)amino]-L-arabinose



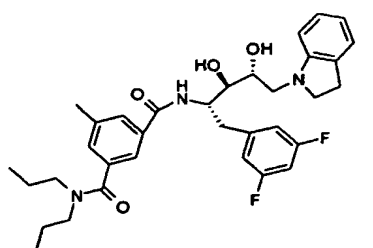
1,4,5-trideoxy-5-(3,5-difluorophenyl)-4-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-1-[(2S)-2-  
(hydroxymethyl)pyrrolidin-1-yl]-L-  
arabinitol



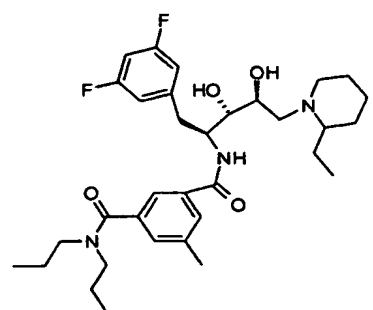
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-5-(3-  
hydroxypyrrolidin-1-yl)-D-ribitol



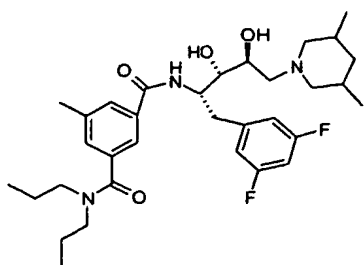
1,2,5-trideoxy-1-(3,5-difluorophenyl)-5-  
(2,3-dihydro-1H-indol-1-yl)-2-({3-  
[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-D-ribitol



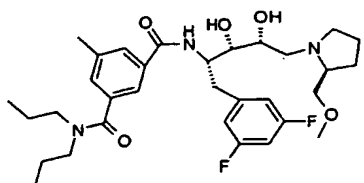
1,2,5-trideoxy-1-(3,5-difluorophenyl)-5-  
(2,3-dihydro-1H-indol-1-yl)-2-({3-  
[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-D-xylitol



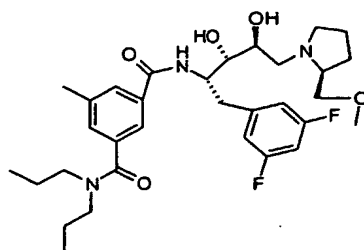
1,4,5-trideoxy-5-(3,5-difluorophenyl)-4-  
({3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl}amino)-1-(2-  
ethylpiperidin-1-yl)-L-arabinitol



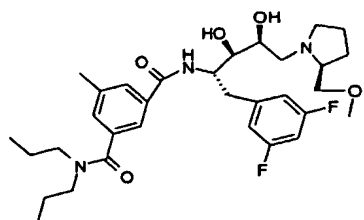
1,4,5-trideoxy-5-(3,5-difluorophenyl)-1-(3,5-dimethylpiperidin-1-yl)-4-((3-((dipropylamino)carbonyl)-5-methylbenzoyl)amino)-L-arabinitol



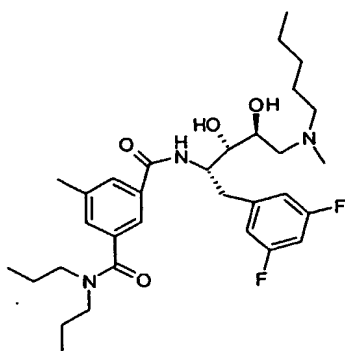
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-((3-((dipropylamino)carbonyl)-5-methylbenzoyl)amino)-5-((2S)-2-(methoxymethyl)pyrrolidin-1-yl)-D-ribose



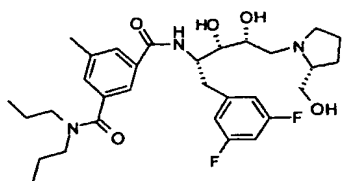
1,4,5-trideoxy-5-(3,5-difluorophenyl)-4-((3-((dipropylamino)carbonyl)-5-methylbenzoyl)amino)-1-((2S)-2-(methoxymethyl)pyrrolidin-1-yl)-L-arabinitol



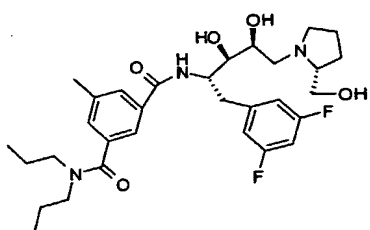
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-((3-((dipropylamino)carbonyl)-5-methylbenzoyl)amino)-5-((2S)-2-(methoxymethyl)pyrrolidin-1-yl)-L-arabinitol



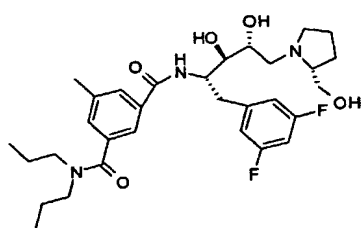
1,4,5-trideoxy-5-(3,5-difluorophenyl)-4-  
(3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-1-  
[methyl(pentyl)amino]-L-arabinitol



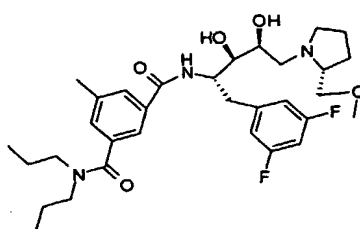
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
(3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-[(2R)-2-  
(hydroxymethyl)pyrrolidin-1-yl]-D-  
ribitol



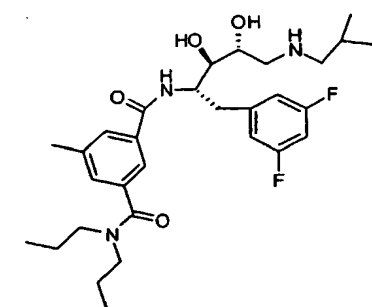
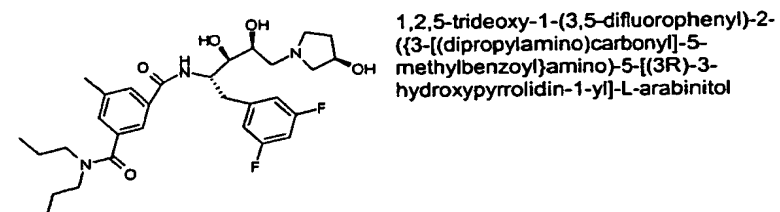
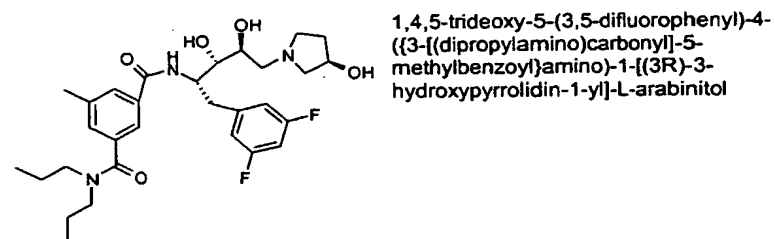
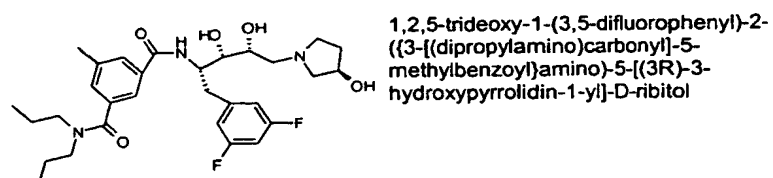
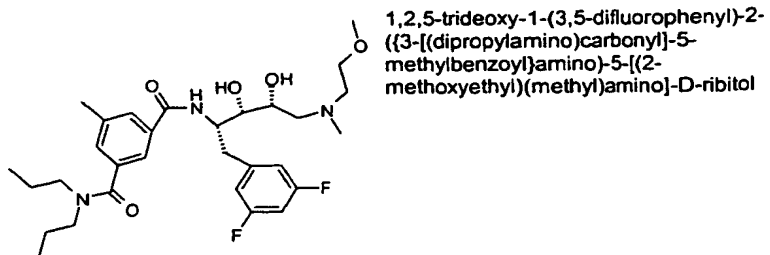
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
(3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-[(2R)-2-  
(hydroxymethyl)pyrrolidin-1-yl]-L-  
arabinitol

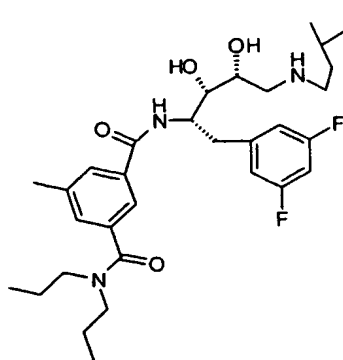


1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
(3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-[(2R)-2-  
(hydroxymethyl)pyrrolidin-1-yl]-D-  
xylitol

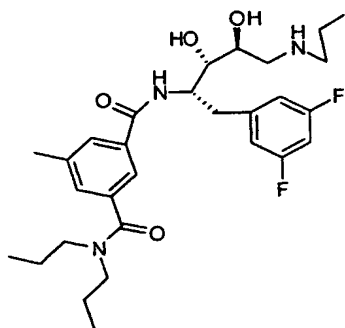


1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
(3-[(dipropylamino)carbonyl]-5-  
methylbenzoyl)amino)-5-[(2R)-2-  
(methoxymethyl)pyrrolidin-1-yl]-L-  
arabinitol

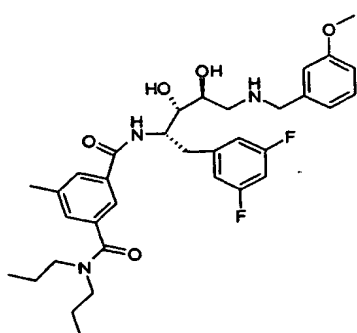




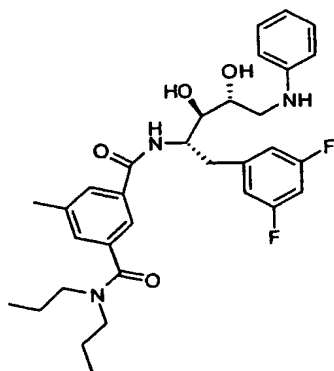
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-  
(isopentylamino)-D-ribose



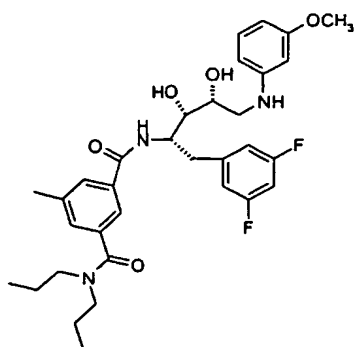
1,4,5-trideoxy-5-(3,5-difluorophenyl)-4-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-1-  
(propylamino)-L-arabinose



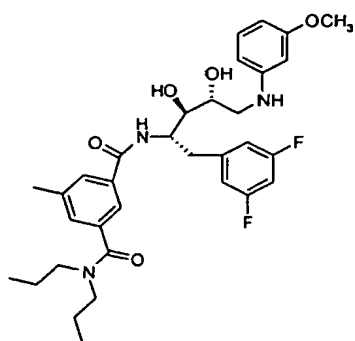
1,4,5-trideoxy-5-(3,5-difluorophenyl)-4-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-1-((3-  
methoxybenzyl)amino)-L-arabinose



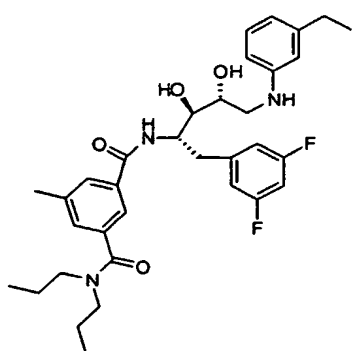
5-anilino-1,2,5-trideoxy-1-(3,5-  
difluorophenyl)-2-((3-  
((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-D-xylitol



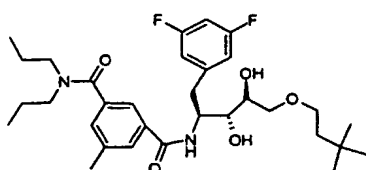
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-((3-  
methoxyphenyl)amino)-D-ribose



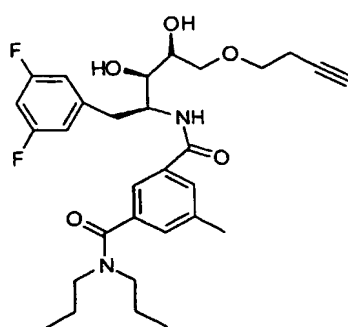
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-((3-  
methoxyphenyl)amino)-D-xylitol



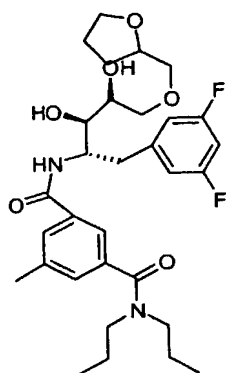
1,2,5-trideoxy-1-(3,5-difluorophenyl)-2-  
((3-((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-5-((3-  
ethylphenyl)amino)-D-xylitol



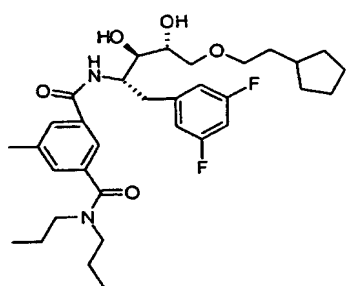
1,2-dideoxy-1-(3,5-difluorophenyl)-5-  
O-(3,3-dimethylbutyl)-2-((3-  
((dipropylamino)carbonyl)-5-  
methylbenzoyl)amino)-D-xylitol



5-O-but-3-ynyl-1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-D-xylitol



1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-5-O-(tetrahydrofuran-2-ylmethyl)-D-xylitol



5-O-(2-cyclopentylethyl)-1,2-dideoxy-1-(3,5-difluorophenyl)-2-({3-[(dipropylamino)carbonyl]-5-methylbenzoyl}amino)-D-xylitol

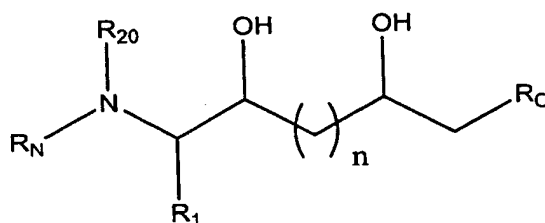
25. A method of treating a patient who has, or in preventing a patient from getting, a disease or condition selected from the group consisting of Alzheimer's disease, for helping prevent or delay the onset of Alzheimer's disease, for treating patients with mild cognitive impairment (MCI) and preventing or delaying the onset of Alzheimer's disease in those who would progress from MCI to AD, for treating Down's syndrome, for treating humans who have Hereditary Cerebral Hemorrhage with Amyloidosis of the Dutch-Type, for treating cerebral amyloid angiopathy and preventing its potential consequences, i.e.

WO 03/043975

single and recurrent lobar hemorrhages, for treating other degenerative dementias, including dementias of mixed vascular and degenerative origin, dementia associated with Parkinson's disease, dementia associated with progressive supranuclear palsy, dementia associated with cortical basal degeneration, diffuse Lewy body type of Alzheimer's disease and who is in need of such treatment which comprises administration of a therapeutically effective amount of a compound of formula (I), or a pharmaceutically acceptable salt or ester thereof, wherein

10  $R_{20}$ ,  $R_1$ ,  $R_N$ ,  $n$  and  $R_C$  are as defined in claim 1 or claim 2.

26. A method for making a compound of formula (I)

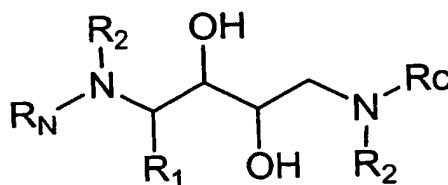


(I)

15

or a pharmaceutically acceptable salt or ester thereof, wherein  $R_{20}$ ,  $R_1$ ,  $R_N$ ,  $n$  and  $R_C$  are as defined in claim 1 or claim 2.

27. A compound of the formula VII:



(VII)

20

and pharmaceutically acceptable salts and esters thereof wherein  $R_1$  is:

(I)  $C_1$ - $C_6$  alkyl, optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1$ - $C_3$  alkyl,  $C_1$ - $C_7$  alkyl (optionally substituted with  $C_1$ - $C_3$  alkyl and  $C_1$ - $C_3$  alkoxy), -F, -Cl, -Br, -I, -OH, -SH,

25

-C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub> where R<sub>1-a</sub> and R<sub>1-b</sub> are independently -H or C<sub>1</sub>-C<sub>6</sub> alkyl, -OC=O NR<sub>1-a</sub>R<sub>1-b</sub>,

(II) -CH<sub>2</sub>-S(O)<sub>0-2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),

(III) -CH<sub>2</sub>-CH<sub>2</sub>-S(O)<sub>0-2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),

5 (IV) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected independently from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(V) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected independently from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

10 (VI) -(CH<sub>2</sub>)<sub>n1</sub>-(R<sub>1-aryl</sub>) where n<sub>1</sub> is zero or one and where R<sub>1-aryl</sub> is phenyl, 1-naphthyl, 2-naphthyl and indanyl, indenyl, dihydronaphthyl, tetralinyl optionally substituted with one, two, three or four of the following independently selected substituents on the aryl ring:

(A) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy,

20 (B) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

25 (C) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

30 (D) -F, Cl, -Br and -I,

(E) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two or three -F,

(F) -NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> are as defined below,

(G) -OH,

(H) -C≡N,

(I) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group

5 consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(J) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(K) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(L) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

10 (M) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(VII) -(CH<sub>2</sub>)<sub>n1</sub>-(R<sub>1-heteroaryl</sub>) where n<sub>1</sub> is as defined above and where R<sub>1-heteroaryl</sub> is selected from the group consisting of:

pyridinyl, pyrimidinyl, quinolinyl, benzothienyl,  
indolyl, indolinyl, pyridazinyl, pyrazinyl,  
15 isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl,  
phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl,  
oxazolyl, thiazolyl, indolizinyl, indazolyl,  
benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl,  
thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl,  
20 triazolyl, tetrazolyl, oxazolopyridinyl,  
imidazopyridinyl, isothiazolyl, naphthyridinyl,  
cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl,  
chromanyl, tetrahydroisoquinolinyl, isoindolinyl,  
isobenzotetrahydrofuranlyl, isobenzotetrahydrothienyl,  
isobenzothienyl, benzoxazolyl, pyridopyridinyl,  
25 benzotetrahydrofuranlyl, benzotetrahydrothienyl,  
purinyl, benzodioxolyl, triazinyl, phenoxazinyl,  
phenothiazinyl, pteridinyl, benzothiazolyl,  
imidazopyridinyl, imidazothiazolyl,  
30 dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,  
dihydrobenzisothiazinyl, benzopyranyl,  
benzothiopyranyl, coumarinyl, isocoumarinyl,  
chromonyl, chromanonyl, pyridinyl-N-oxide,  
tetrahydroquinolinyl, dihydroquinolinyl,  
35 dihydroquinolinonyl, dihydroisoquinolinonyl,

dihydrocoumarinyl, dihydroisocoumarinyl,  
isoindolinonyl, benzodioxanyl, benzoxazolinonyl,  
pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-  
oxide, pyrazinyl N-oxide, quinolinyl N-oxide, indolyl  
5 N-oxide, indolinyl N-oxide, isoquinolyl N-oxide,  
quinazolinyl N-oxide, quinoxalinyl N-oxide,  
phthalazinyl N-oxide, imidazolyl N-oxide, isoxazolyl  
N-oxide, oxazolyl N-oxide, thiazolyl N-oxide,  
indoliziny N-oxide, indazolyl N-oxide, benzothiazolyl  
10 N-oxide, benzimidazolyl N-oxide, pyrrolyl N-oxide,  
oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl  
N-oxide, tetrazolyl N-oxide, benzothiopyran S-oxide,  
benzothiopyran S,S-dioxide,

where the  $R_1$ -heteroaryl group is bonded to  $-(CH_2)_{n1}-$   
15 by any ring atom of the parent  $R_1$ -heteroaryl group substituted by  
hydrogen such that the new bond to the  $R_1$ -heteroaryl group replaces  
the hydrogen atom and its bond, where heteroaryl is optionally  
substituted with one, two, three or four of:

(1)  $C_1-C_6$  alkyl optionally substituted with one,  
20 two or three substituents independently selected from the group  
consisting of  $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH,  
-SH,  $-NR_{1-a}R_{1-b}$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,

(2)  $C_2-C_6$  alkenyl with one or two double bonds,  
optionally substituted with one, two or three substituents  
25 independently selected from the group consisting of -F, -Cl, -  
OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,  $-NR_{1-a}R_{1-b}$ ,

(3)  $C_2-C_6$  alkynyl with one or two triple bonds,  
optionally substituted with one, two or three substituents  
independently selected from the group consisting of -F, -Cl, -  
30 OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,  $-NR_{1-a}R_{1-b}$ ,

(4) -F, -Cl, -Br and -I,

(5)  $-C_1-C_6$  alkoxy optionally substituted with one,  
two, or three -F,

(6)  $-NR_{N-2}R_{N-3}$  where  $R_{N-2}$  and  $R_{N-3}$  are as defined below,

(7)  $-OH$ ,

(8)  $-C\equiv N$ ,

5 (9)  $C_3-C_7$  cycloalkyl, optionally substituted with one, two or three substituents independently selected from the group consisting of  $-F$ ,  $-Cl$ ,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy,  $-NR_{1-a}R_{1-b}$ ,

(10)  $-CO-(C_1-C_4 \text{ alkyl})$ ,

10 (11)  $-SO_2-NR_{1-a}R_{1-b}$ ,

(12)  $-CO-NR_{1-a}R_{1-b}$ ,

(13)  $-SO_2-(C_1-C_4 \text{ alkyl})$ , with the proviso that when  $n_1$  is zero,  $R_1$ -heteroaryl is not bonded to the carbon chain by nitrogen,

15 (VIII)  $-(CH_2)_{n_1}-(R_1\text{-heterocycle})$  where  $n_1$  is as defined above and  $R_1$ -heterocycle is selected from the group consisting of: morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide, thiomorpholinyl S,S-dioxide, piperazinyl, homopiperazinyl, pyrrolidinyl, pyrrolinyl, tetrahydropyranyl, piperidinyl, 20 tetrahydrofuranyl, tetrahydrothienyl, homopiperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S,S-dioxide, oxazolidinonyl, dihydropyrazolyl, dihydropyrrolyl dihydropyrazinyl dihydropyridinyl dihydropyrimidinyl, dihydrofuryl, dihydropyranyl, 25 tetrahydrothienyl S-oxide, tetrahydrothienyl S,S-dioxide, homothiomorpholinyl S-oxide,

where the  $R_1$ -heterocycle group is bonded by any atom of the parent  $R_1$ -heterocycle group substituted by hydrogen such that the new bond to the  $R_1$ -heterocycle group replaces the hydrogen atom and its bond, where heterocycle is optionally substituted with 30 one, two, three or four:

(1)  $C_1-C_6$  alkyl optionally substituted with one, two or three substituents independently selected from the

group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH,  
-NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy,

(2) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double  
bonds, optionally substituted with one, two or three

5 substituents independently selected from the group consisting of  
-F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(3) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple  
bonds, optionally substituted with one, two or three  
substituents independently selected from the group consisting of

10 -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(4) -F, -Cl, -Br and -I,

(5) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with  
one, two, or three -F,

(6) -NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> are as  
15 defined below,

(7) -OH,

(8) -C≡N,

(9) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted  
with one, two or three substituents selected from the group  
20 consisting of -F, -Cl, -OH, -SH  
-C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>,

(10) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(11) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(12) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

25 (13) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(14) =O, with the proviso that when n<sub>1</sub> is  
zero R<sub>1</sub>-heterocycle is not bonded to the carbon chain by nitrogen;  
where R<sub>2</sub> is:

(I) -H, or

30 (II) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two  
or three substituents independently selected from the group  
consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -CON,  
-CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, -NR<sub>1-a</sub>R<sub>1-b</sub>; and  
where R<sub>N</sub> is:

(I)  $R_{N-1}-X_N$  where  $X_N$  is selected from the group consisting of:

- (A)  $-\text{CO}-$ ,
- (B)  $-\text{SO}_2-$

5 where  $R_{N-1}$  is selected from the group consisting of:

(A)  $R_{N\text{-aryl}}$  where  $R_{N\text{-aryl}}$  is phenyl, 1-naphthyl, 2-naphthyl, tetralinyl, indanyl, dihydronaphthyl or 6,7,8,9-tetrahydro-5H-benzo[a]cycloheptenyl, optionally substituted with one, two or three of the following substituents which can be the same or different and are:

(1)  $\text{C}_1\text{-C}_6$  alkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $\text{C}_1\text{-C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1\text{-C}_3$  alkoxy,  $-\text{NR}_{1\text{-a}}\text{R}_{1\text{-b}}$ ,

- (2)  $-\text{OH}$ ,
- (3)  $-\text{NO}_2$ ,
- (4)  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,
- (5)  $-\text{CO}-\text{OH}$ ,
- (6)  $-\text{C}\equiv\text{N}$ ,

20 (7)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{NR}_{N-2}\text{R}_{N-3}$  where  $R_{N-2}$  and  $R_{N-3}$  are the same or different and are selected from the group consisting of:

(a)  $-\text{H}$ ,

(b)  $-\text{C}_1\text{-C}_6$  alkyl optionally substituted with one substituent selected from the group consisting of:

(i)  $-\text{OH}$ ,

(ii)  $-\text{NH}_2$ ,

(c)  $-\text{C}_1\text{-C}_6$  alkyl optionally substituted with one to three groups independently selected from  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ , and  $-\text{I}$ ,

(d)  $-\text{C}_3\text{-C}_7$  cycloalkyl,

(e)  $-(\text{C}_1\text{-C}_2 \text{ alkyl})-(\text{C}_3\text{-C}_7 \text{ cycloalkyl})$ ,

(f)  $-(\text{C}_1\text{-C}_6 \text{ alkyl})-\text{O}-(\text{C}_1\text{-C}_3 \text{ alkyl})$ ,

(g)  $-\text{C}_2\text{-C}_6$  alkenyl with one or two

35 double bonds,

(h)  $-C_2-C_6$  alkynyl with one or two triple bonds,

(i)  $-C_1-C_6$  hydrocarbyl chain with one double bond and one triple bond,

5 (j)  $-R_1$ -aryl,

(k)  $-R_1$ -heteroaryl,

(8)  $-(CH_2)_{0-4}-CO-(C_1-C_{12}$  alkyl),

(9)  $-(CH_2)_{0-4}-CO-(C_2-C_{12}$  alkenyl with one, two or three double bonds),

10 (10)  $-(CH_2)_{0-4}-CO-(C_2-C_{12}$  alkynyl with one, two or three triple bonds),

(11)  $-(CH_2)_{0-4}-CO-(C_3-C_7$  cycloalkyl),

(12)  $-(CH_2)_{0-4}-CO-R_1$ -aryl,

(13)  $-(CH_2)_{0-4}-CO-R_1$ -heteroaryl,

15 (14)  $-(CH_2)_{0-4}-CO-R_1$ -heterocycle,

(15)  $-(CH_2)_{0-4}-CO-R_{N-4}$  where  $R_{N-4}$  is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of  $C_1-C_6$  alkyl,

20 (16)  $-(CH_2)_{0-4}-CO-O-R_{N-5}$  where  $R_{N-5}$  is selected from the group consisting of:

(a)  $C_1-C_6$  alkyl,

25 (b)  $-(CH_2)_{0-2}-(R_1$ -aryl),

(c)  $C_2-C_6$  alkenyl containing one or two double bonds,

(d)  $C_2-C_6$  alkynyl containing one or two triple bonds,

30 (e)  $C_3-C_7$  cycloalkyl,

(f)  $-(CH_2)_{0-2}-(R_1$ -heteroaryl),

(17)  $-(CH_2)_{0-4}-SO_2-NR_{N-2}R_{N-3}$ ,

(18)  $-(CH_2)_{0-4}-SO-(C_1-C_8$  alkyl),

(19)  $-(CH_2)_{0-4}-SO_2-(C_1-C_{12}$  alkyl),

35 (20)  $-(CH_2)_{0-4}-SO_2-(C_3-C_7$  cycloalkyl),

(21)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  can be the same or different and is as defined above,

(22)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ , where each  $\text{R}_{\text{N}-5}$  is independently defined as above,

5 (23)  $-(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ , where each  $\text{R}_{\text{N}-5}$  is independently defined as above,

(24)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$ ,

(25)  $-(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,

(26)  $-(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4}$ ,

10 (27)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,

(28)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{\text{N}-1})_2$  where  $\text{R}_{\text{N}-1}$  is  $-\text{H}$  or  $\text{C}_1-\text{C}_4$  alkyl,

(29)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(30)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

15 (31)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2$ ,

(32)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2-\text{COOH}$ ,

(33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})_2$ ,

(34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five of } -\text{F})$ ,

20 (35)  $\text{C}_3-\text{C}_7$  cycloalkyl,

(36)  $\text{C}_2-\text{C}_6$  alkenyl having one or two double bonds and which is optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy,  $-\text{NR}_{1-a}\text{R}_{1-b}$  e,

(37)  $\text{C}_2-\text{C}_6$  alkynyl with one or two triple bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,

25  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy,  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$ , or

(39)  $-(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7$  cycloalkyl,

(B)  $-\text{R}_{\text{N-heteroaryl}}$  where  $\text{R}_{\text{N-heteroaryl}}$  carries the same definition as  $\text{R}_{1-heteroaryl}$ , where the  $\text{R}_{\text{N-heteroaryl}}$  group is bonded by any atom of the parent  $\text{R}_{\text{N-heteroaryl}}$  group substituted by hydrogen such that the new bond to the  $\text{R}_{\text{N-heteroaryl}}$  group replaces the hydrogen atom and its bond, where heteroaryl is optionally substituted with one, two, three, or four groups independently selected from:

(1)  $C_1-C_6$  alkyl, optionally substituted with one, two or three substituents selected from the group consisting of  $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

- 5 (2) -OH,  
 (3)  $-NO_2$ ,  
 (4) -F, -Cl, -Br, -I,  
 (5)  $-CO-OH$ ,  
 (6)  $-C\equiv N$ ,  
 10 (7)  $-(CH_2)_{0-4}-CO-NR_{N-2}R_{N-3}$ ,  
 (C)  $R_N\text{-aryl-W-}R_N\text{-aryl}$ ,  
 (D)  $R_N\text{-aryl-W-}R_N\text{-heteroaryl}$ ,  
 (E)  $R_N\text{-aryl-W-}R_N\text{-heterocycle}$ , where  $R_N\text{-heterocycle}$  is the  
 same as  $R_1\text{-heterocycle}$   
 15 (F)  $R_N\text{-heteroaryl-W-}R_N\text{-aryl}$ ,  
 (G)  $R_N\text{-heteroaryl-W-}R_N\text{-heteroaryl}$ ,  
 (H)  $R_N\text{-heteroaryl-W-}R_N\text{-heterocycle}$ ,  
 (I)  $R_N\text{-heterocycle-W-}R_N\text{-aryl}$ ,  
 (J)  $R_N\text{-heterocycle-W-}R_N\text{-heteroaryl}$ ,  
 20 (K)  $R_N\text{-heterocycle-W-}R_N\text{-heterocycle}$ , and

where W is

- (25)  $-(CH_2)_{0-4}-$ ,  
 (26)  $-O-$ ,  
 (27)  $-S(O)_{0-2}-$ ,  
 25 (28)  $-N(R_{N-5})-$  where  $R_{N-5}$  is as defined above,

or

(5)  $-CO-$ ; and

$R_C$  is selected from the group consisting of:

- (I)  $-C_1-C_{10}$  alkyl optionally substituted with one, two or  
 30 three groups independently selected from the group consisting of  
 $C_1-C_3$  alkyl, halogen, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_6$  alkoxy, -O-  
 phenyl,  $-NR_{1-a}R_{1-b}$ ,  $-OC=O NR_{1-a}R_{1-b}$ ,  $-S(=O)_{0-2} R_{1-a}$ ,  $-NR_{1-a}C=O NR_{1-a}R_{1-b}$ ,  
 $-C=O NR_{1-a}R_{1-b}$ , and  $-S(=O)_2 NR_{1-a}R_{1-b}$  wherein

$R_{1-a}$  and  $R_{1-b}$  at each occurrence are independently H or  $C_1-C_6$  alkyl,

(II)  $-(CH_2)_{0-3}-(C_3-C_8)$  cycloalkyl where cycloalkyl can be optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1-C_3$  alkyl, halogen,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_6$  alkoxy,  $-O$ -phenyl,  $-CO_2H$ ,  $-CO_2-(C_1-C_4 \text{ alkyl})$ , and  $-NR_{1-a}R_{1-b}$

(III)  $-(CR_{C-x}R_{C-y})_{0-4}-R_{C-aryl}$  where  $R_{C-x}$  and  $R_{C-y}$  are independently selected from the group consisting of

- 10  $-H$ ,  
 $C_1-C_4$  alkyl optionally substituted with 1 or 2  $-OH$ ,  
 $C_1-C_4$  alkoxy optionally substituted with 1, 2, or 3  
halogen,  
 $-(CH_2)_{0-4}-C_3-C_8$  cycloalkyl,  
15  $C_2-C_6$  alkenyl containing one or two double bonds,  
 $C_2-C_6$  alkynyl containing one or two triple bonds, and  
phenyl,

or

$R_{C-x}$  and  $R_{C-y}$  are taken together with the carbon to  
20 which they are attached to form a carbocycle of three, four, five, six or seven carbon atoms, where one carbon atom is optionally replaced by a group selected from  $-O-$ ,  $-S-$ ,  $-SO_2-$ ,  $-NR_{N-2}-$  and  $R_{C-aryl}$ , wherein

$R_{C-aryl}$  at each occurrence is independently phenyl;  
25 naphthyl; tetralinyl; indanyl; dihydronaphthyl; or 6,7,8,9-tetrahydro-5H-benzo[a]cycloheptenyl, each of which is optionally substituted with 1, 2, or 3 groups that are independently:

(1)  $C_1-C_6$  alkyl, optionally substituted with one, two or three substituents selected from the group  
30 consisting of  $C_1-C_3$  alkyl, halogen,  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

- (2)  $-OH$ ,  
(3)  $-NO_2$ ,  
(4) halogen,  
35 (5)  $-CO_2H$ ,

(6)  $-\text{C}\equiv\text{N}$ ,

(7)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$  where

$\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  are independently selected

from the group consisting of:

5

(a)  $-\text{H}$ ,

(b)  $-\text{C}_1-\text{C}_6$  alkyl optionally substituted

with one substituent selected from the group consisting of:

(i)  $-\text{OH}$ , and

(ii)  $-\text{NH}_2$ ,

10

(c)  $-\text{C}_1-\text{C}_6$  alkyl optionally substituted

with 1, 2, or 3 groups that are independently  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  
or  $\text{OH}$ ,

(d)  $-\text{C}_3-\text{C}_7$  cycloalkyl,

(e)  $-(\text{C}_1-\text{C}_2 \text{ alkyl})-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,

15

(f)  $-(\text{C}_1-\text{C}_6 \text{ alkyl})-\text{O}-(\text{C}_1-\text{C}_3 \text{ alkyl})$ ,

(g)  $-\text{C}_2-\text{C}_6$  alkenyl

(h)  $-\text{C}_2-\text{C}_6$  alkynyl

(i)  $-\text{C}_1-\text{C}_6$  alkyl chain with one double

bond and one triple bond,

20

(j)  $-\text{R}_1\text{-aryl}$  wherein  $\text{R}_1\text{-aryl}$  at each

occurrence is independently phenyl, naphthyl, indanyl, indenyl,  
dihydronaphthyl, or tetralinyl each of which is optionally  
substituted with 1, 2, 3, or 4 groups that are independently:

(i)  $\text{C}_1-\text{C}_6$  alkyl optionally

25 substituted with one, two or three substituents independently  
selected from the group consisting of  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  
 $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ , and  $\text{C}_1-\text{C}_3$  alkoxy,

(ii)  $\text{C}_2-\text{C}_6$  alkenyl with one or two

double bonds, optionally substituted with one, two or three  
30 substituents independently selected from the group consisting of  
 $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(iii)  $\text{C}_2-\text{C}_6$  alkynyl optionally

substituted with 1, 2, or 3 groups that are independently

selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(iv) -F, Cl, -Br and -I,

(v) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally

5 substituted with 1, 2, or 3 -F,

(vi) -NR<sub>N-2</sub>R<sub>N-3</sub>,

(vii) -OH,

(viii) -C≡N,

(ix) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally

10 substituted with 1, 2, or 3 groups that are selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(x) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(xi) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

15 (xii) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or

(xiii) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(k) -R<sub>1</sub>-heteroaryl wherein R<sub>1</sub>-heteroaryl at

each occurrence is independently selected from the group consisting of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl,

20 indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl,

isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl,

imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl,

indolizinyl, indazolyl, benzothiazolyl, benzimidazolyl,

benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl,

25 thiadiazolyl, triazolyl, tetrazolyl, oxazolopyridinyl,

imidazopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl,

carbazolyl, beta-carbolinyl, isochromanyl, chromanyl,

tetrahydroisoquinolinyl, isoindolinyl,

isobenzotetrahydrofuranlyl, isobenzotetrahydrothienyl,

30 isobenzothienyl, benzoxazolyl, pyridopyridinyl,

benzotetrahydrofuranlyl, benzotetrahydrothienyl, purinyl,

benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl,

pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl,

dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,

dihydrobenzothiazinyl, benzopyranyl, benzothiopyranyl,  
coumarinyl, isocoumarinyl, chromonyl, chromanonyl, pyridinyl-N-  
oxide, tetrahydroquinolinyl, dihydroquinolinyl,  
dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl,  
5 dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl,  
benzoxazolinonyl, pyrrolyl N-oxide, pyrimidinyl N-oxide,  
pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide,  
indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide,  
quinazolinyl N-oxide, quinoxalinyl N-oxide, phthalazinyl N-  
10 oxide, imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide,  
thiazolyl N-oxide, indolizinyl N-oxide, indazolyl N-oxide,  
benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-  
oxide, oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-  
oxide, tetrazolyl N-oxide, benzothiopyranyl S-oxide, and  
15 benzothiopyranyl S,S-dioxide,

where the  $R_1$ -heteroaryl group is  
optionally substituted with 1, 2, 3, or 4 groups that are  
independently:

(i)  $C_1$ - $C_6$  alkyl optionally  
20 substituted with 1, 2, or 3 groups independently selected from  
the group consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  
- $NR_{1-a}R_{1-b}$ , -C $\equiv$ N, -CF $_3$ , and  $C_1$ - $C_3$  alkoxy,

(ii)  $C_2$ - $C_6$  alkenyl optionally  
substituted with 1, 2, or 3 groups that are independently -F, -  
25 Cl, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1$ - $C_3$  alkoxy, and - $NR_{1-a}R_{1-b}$ ,

(iii)  $C_2$ - $C_6$  alkynyl optionally  
substituted with 1, 2, or 3 groups that are independently  
selected from the group consisting of -F, -Cl, -OH, -SH, -C $\equiv$ N, -  
CF $_3$ ,  $C_1$ - $C_3$  alkoxy, and - $NR_{1-a}R_{1-b}$ ,

30 (iv) -F, -Cl, -Br and -I,

(v) - $C_1$ - $C_6$  alkoxy optionally  
substituted with one, two, or three -F,

(vi) - $(CH_2)_{0-4}$ - $NR_{N-2}R_{N-3}$ ,

(vii) -OH,

(viii)  $-C\equiv N$ ,

(ix)  $(CH_2)_{0-4}-C_3-C_7$  cycloalkyl,

optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of  $-F$ ,  $-Cl$ ,

5  $-OH$ ,  $-SH$ ,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(x)  $(CH_2)_{0-4}-CO-(C_1-C_6 \text{ alkyl})$ ,

(xi)  $(CH_2)_{0-4}-SO_2-NR_{N-2}R_{N-3}$ ,

(xii)  $(CH_2)_{0-4}-CO-NR_{N-2}R_{N-3}$ ,

(xiii)  $(CH_2)_{0-4}-SO_2-(C_1-C_6$

10  $\text{alkyl})$ ,

(xiv)  $(CH_2)_{0-4}-N(R_{N-2})-SO_2-$ , and

(xv)  $(CH_2)_{0-4}-N(R_{N-2})-C(O)-$ ,

(8)  $-(CH_2)_{0-4}-CO-(C_1-C_{12} \text{ alkyl})$ ,

(9)  $-(CH_2)_{0-4}-CO-(C_2-C_{12} \text{ alkenyl})$ ,

15 (10)  $-(CH_2)_{0-4}-CO-(C_2-C_{12} \text{ alkynyl})$ ,

(11)  $-(CH_2)_{0-4}-CO-(CH_2)_{0-4} (C_3-C_7 \text{ cycloalkyl})$ ,

(12)  $-(CH_2)_{0-4}-CO-R_{1-aryl}$ ,

(13)  $-(CH_2)_{0-4}-CO-R_{1-heteroaryl}$ ,

(14)  $-(CH_2)_{0-4}-CO-R_{1-heterocycle}$  wherein

20  $R_{1-heterocycle}$  at each occurrence is

independently selected from the group consisting of morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide, thiomorpholinyl S,S-dioxide, piperazinyl, homopiperazinyl, pyrrolidinyl, pyrrolinyl, tetrahydropyranyl, piperidinyl, tetrahydrofuranlyl,

25 tetrahydrothienyl, homopiperidinyl, homomorpholinyl,

homothiomorpholinyl, homothiomorpholinyl S,S-dioxide,

oxazolidinonyl, dihydropyrazolyl, dihydropyrrolyl,

dihydropyrazinyl, dihydropyridinyl, dihydropyrimidinyl,

dihydrofuryl, dihydropyranyl, tetrahydrothienyl S-oxide,

30 tetrahydrothienyl S,S-dioxide, and homothiomorpholinyl S-oxide,

where the  $R_{1-heterocycle}$  group is bonded by any atom of the parent  $R_{1-heterocycle}$  group substituted by hydrogen such that the new bond to the  $R_{1-heterocycle}$  group replaces the hydrogen atom and its bond, where heterocycle is optionally

35 substituted with 1, 2, 3, or 4 groups that are independently:

(a) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, halogen, -OH, -SH, -NR<sub>1-a</sub>R<sub>1-b</sub>, -C≡N, -CF<sub>3</sub>, and C<sub>1</sub>-C<sub>3</sub> alkoxy,

5 (b) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>

(c) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two  
10 triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>

(d) halogen,

(e) C<sub>1</sub>-C<sub>6</sub> alkoxy,

15 (f) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

(g) -NR<sub>N-2</sub>R<sub>N-3</sub>,

(h) -OH,

(i) -C≡N,

20 (j) (CH<sub>2</sub>)<sub>0-4</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl), optionally substituted with 1, 2, or 3 groups independently selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(k) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

25 (l) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(m) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>1-a</sub>R<sub>1-b</sub>,

(n) -(CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl), and

(o) =O,

(p) -(CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-SO<sub>2</sub>-

30 (q) -(CH<sub>2</sub>)<sub>0-4</sub>-N(R<sub>N-2</sub>)-C(O)-

(15) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> wherein

R<sub>N-4</sub> at each occurrence is independently selected from the group consisting of morpholinyl, thiomorpholinyl, pyrrolidinonyl, pyrrolyl, pyrazolyl, thienyl,

pyridyl N-oxide, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with 1, 2, 3, or 4 groups that are independently C<sub>1</sub>-C<sub>6</sub> alkyl,

(16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO<sub>2</sub>-R<sub>N-5</sub> where

R<sub>N-5</sub> at each occurrence is independently selected from the group consisting of:

- (a) C<sub>1</sub>-C<sub>6</sub> alkyl,
- (b) - (CH<sub>2</sub>)<sub>0-2</sub>- (R<sub>1</sub>-aryl),
- (c) C<sub>2</sub>-C<sub>6</sub> alkenyl,
- (d) C<sub>2</sub>-C<sub>6</sub> alkynyl,
- (e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, and
- (f) - (CH<sub>2</sub>)<sub>0-4</sub>- (R<sub>1</sub>-heteroaryl),

(17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>

(18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO- (C<sub>1</sub>-C<sub>8</sub> alkyl),

(19) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>- (C<sub>1</sub>-C<sub>12</sub> alkyl),

(20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>- (C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO<sub>2</sub>-R<sub>N-5</sub>,

(22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

(24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub>,

(25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,

(26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,

(27) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO- (C<sub>1</sub>-C<sub>6</sub> alkyl),

(28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O)-(OR<sub>100</sub>)<sub>2</sub> where R<sub>100</sub> is

independently H or C<sub>1</sub>-C<sub>4</sub> alkyl,

(29) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(30) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

(31) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (R<sub>N-5</sub>),

(32) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (R<sub>N-5</sub>)-COOH,

(33) - (CH<sub>2</sub>)<sub>0-4</sub>-S- (R<sub>N-5</sub>),

(34) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (C<sub>1</sub>-C<sub>6</sub> alkyl) wherein the

alkyl group is optionally substituted with one, two, three,

four, or five substituents independently selected from the group consisting of F, Cl, Br, and I,

(35)  $-(\text{CH}_2)_{0-4}-(\text{C}_3-\text{C}_8 \text{ cycloalkyl})$ ,

(36)  $\text{C}_2-\text{C}_6$  alkenyl optionally substituted

5 with  $\text{C}_1-\text{C}_3$  alkyl, halogen,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(37)  $\text{C}_2-\text{C}_6$  alkynyl optionally substituted

with  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ , and

10 (38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H} \text{ or } \text{R}_{N-5})-\text{SO}_2-\text{R}_{N-2}$ ;

(IV)  $-(\text{CR}_{C-x}\text{R}_{C-y})_{0-4}-\text{R}_C\text{-heteroaryl}$  wherein

$\text{R}_C\text{-heteroaryl}$  at each occurrence is independently selected from the group consisting of pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, 15 isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzoisothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl, 20 oxazolopyridinyl, isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranly, isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl, pyridopyridinyl, benzotetrahydrofuranly, benzotetrahydrothienyl, 25 purinyl, benzodioxolyl, triazinyl, hexoxazinyl, phenothiazinyl, pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl, dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl, dihydrobenzisothiazinyl, benzopyranyl, benzothiopyranyl, coumarinyl, isocoumarinyl, chromonyl, chromanonyl, 30 tetrahydroquinolinyl, dihydroquinolinyl, dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl, dihydroisocoumarinyl, isoindolinonyl, benzodioxany, benzoxazolinonyl, imidazopyrazolyl, quinazolinonyl, pyrazopyridyl, benzooxadiazolyl, 35 dihydropyrimidinonyl, dihydrobenzofuranonyl, pyridinyl-N-oxide,

pyrrolyl N-oxide, pyrimidinyl N-oxide, pyridazinyl N-oxide,  
pyrazinyl N-oxide, quinolinyl N-oxide, indolyl N-oxide,  
indolinyl N-oxide, isoquinolyl N-oxide, quinazolinyl N-oxide,  
quinoxalinyl N-oxide, phthalazinyl N-oxide, imidazolyl N-oxide,  
5 isoxazolyl N-oxide, oxazolyl N-oxide, thiazolyl N-oxide,  
indolizinyl N-oxide, indazolyl N-oxide, benzothiazolyl N-oxide,  
benzimidazolyl N-oxide, pyrrolyl N-oxide, oxadiazolyl N-oxide,  
thiadiazolyl N-oxide, triazolyl N-oxide, tetrazolyl N-oxide,  
benzothiopyranyl S-oxide, and benzothiopyranyl S,S-dioxide,

10 where the  $R_C$ -heteroaryl group is bonded by any atom of the  
parent  $R_C$ -heteroaryl group substituted by hydrogen such that the new  
bond to the  $R_C$ -heteroaryl group replaces the hydrogen atom and its  
bond, where heteroaryl is optionally substituted 1, 2, 3, or 4  
groups that are independently:

15 (1)  $C_1$ - $C_6$  alkyl, optionally substituted with 1, 2, or 3  
groups independently selected from the group consisting of  $C_1$ - $C_3$   
alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C $\equiv$ N, -CF $_3$ ,  $C_1$ - $C_3$  alkoxy, and  
-NR $_{1-a}$ R $_{1-b}$ ,

(2) -OH,

20 (3) -NO $_2$ ,

(4) -F, -Cl, -Br, -I,

(5) -CO-OH,

(6) -C $\equiv$ N,

(7) -(CH $_2$ ) $_{0-4}$ -CO-NR $_{N-2}$ R $_{N-3}$ ,

25 (8) -(CH $_2$ ) $_{0-4}$ -CO-( $C_1$ - $C_{12}$  alkyl),

(9) -(CH $_2$ ) $_{0-4}$ -CO-( $C_2$ - $C_{12}$  alkenyl with one, two or three  
double bonds),

(10) -(CH $_2$ ) $_{0-4}$ -CO-( $C_2$ - $C_{12}$  alkynyl with one, two or three  
triple bonds),

30 (11) -(CH $_2$ ) $_{0-4}$ -CO-( $C_3$ - $C_7$  cycloalkyl),

(12) -(CH $_2$ ) $_{0-4}$ -CO-R $_{1-aryl}$  where R $_{1-aryl}$  is as defined  
above,

(13) -(CH $_2$ ) $_{0-4}$ -CO-R $_{1-heteroaryl}$ ,

(14) -(CH $_2$ ) $_{0-4}$ -CO-R $_{1-heterocycle}$ ,

35 (15) -(CH $_2$ ) $_{0-4}$ -CO-R $_{N-4}$ ,

- (16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub>,
- (17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,
- (18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO-(C<sub>1</sub>-C<sub>8</sub> alkyl),
- (19) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>1</sub>-C<sub>12</sub> alkyl),
- 5 (20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- (21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-O-R<sub>N-5</sub>,
- (22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub>)-CO-N(R<sub>N-5</sub>)<sub>2</sub>,
- (23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>,
- (24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub>,
- 10 (25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>,
- (26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,
- (27) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-(C<sub>1</sub>-C<sub>6</sub> alkyl),
- (28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O)-(OR<sub>100</sub>)<sub>2</sub> where R<sub>100</sub> is -H or C<sub>1</sub>-C<sub>4</sub> alkyl,
- 15 (29) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,
- (30) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CS-N(R<sub>N-5</sub>)<sub>2</sub>,
- (31) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>),
- (32) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(R<sub>N-5</sub>)-COOH,
- (33) - (CH<sub>2</sub>)<sub>0-4</sub>-S-(R<sub>N-5</sub>),
- 20 (34) - (CH<sub>2</sub>)<sub>0-4</sub>-O-(C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two, three, four, or five of -F),
- (35) C<sub>3</sub>-C<sub>7</sub> cycloalkyl,
- (36) C<sub>2</sub>-C<sub>6</sub> alkenyl optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or
- 25 -NR<sub>1-a</sub>R<sub>1-b</sub>,
- (37) C<sub>2</sub>-C<sub>6</sub> alkynyl optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,
- (38) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub>,
- 30 (39) - (CH<sub>2</sub>)<sub>0-4</sub>-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- (V) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-aryl</sub>-R<sub>101</sub>-R<sub>C-aryl</sub>,
- (VI) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-aryl</sub>-R<sub>101</sub>-R<sub>C-heteroaryl</sub>,
- (VII) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-heteroaryl</sub>-R<sub>101</sub>-R<sub>C-aryl</sub>,
- (VIII) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-heteroaryl</sub>-R<sub>101</sub>-R<sub>C-heteroaryl</sub>,
- 35 (IX) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C-aryl</sub>-R<sub>101</sub>-R<sub>1-heterocycle</sub>,

WO 03/043975

(X) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>C</sub>-heteroaryl-R<sub>101</sub>-R<sub>1</sub>-heterocycle,(XI) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>1</sub>-heterocycle-R<sub>101</sub>-R<sub>C</sub>-aryl,(XII) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>1</sub>-heterocycle-R<sub>101</sub>-R<sub>C</sub>-heteroaryl,(XIII) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>1</sub>-heterocycle-R<sub>101</sub>-R<sub>1</sub>-heterocycle, wherein

5           R<sub>101</sub> is a bond, (CH<sub>2</sub>)<sub>0-4</sub>, -O-, -NH-, or -N(C<sub>1</sub>-C<sub>6</sub> alkyl)

(XIV) - (CR<sub>C-x</sub>R<sub>C-y</sub>)<sub>0-4</sub>-R<sub>1</sub>-heterocycle,

(XV) - [C(R<sub>C-1</sub>)(R<sub>C-2</sub>)]<sub>1-3</sub>-CO-N(R<sub>C-3</sub>)<sub>2</sub> where R<sub>C-1</sub> and R<sub>C-2</sub> are the  
same or different and are selected from the group consisting of:

(A) -H,

10           (B) -C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two  
or three substituents independently selected from the group  
consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N,  
-CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

15           (C) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds,  
optionally substituted with one, two or three substituents  
independently selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl,  
-F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl,  
and -NR<sub>1-a</sub>R<sub>1-b</sub>,

20           (D) C<sub>2</sub>-C<sub>6</sub> alkynyl optionally substituted with one, two  
or three substituents independently selected from the group  
consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N,  
-CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(E) - (CH<sub>2</sub>)<sub>1-2</sub>-S(O)<sub>0-2</sub>-(C<sub>1</sub>-C<sub>6</sub> alkyl),

25           (F) - (CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted  
with one, two or three substituents independently selected from  
the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH,  
-C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>6</sub> alkoxy, -O-phenyl, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(G) - (C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1</sub>-aryl,(H) - (C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>C</sub>-heteroaryl,

30           (I) - (C<sub>1</sub>-C<sub>4</sub> alkyl)-R<sub>1</sub>-heterocycle,

(J) -R<sub>C</sub>-heteroaryl,(K) -R<sub>1</sub>-heterocycle,

(M) - (CH<sub>2</sub>)<sub>1-4</sub>-R<sub>C-4</sub>-(CH<sub>2</sub>)<sub>0-4</sub>-R<sub>1</sub>-aryl where R<sub>C-4</sub> is -O-, -S- or  
-NR(C<sub>1</sub>-C<sub>6</sub> alkyl)-,

(N)  $-(\text{CH}_2)_{1-4}-\text{R}_{\text{C}-4}-(\text{CH}_2)_{0-4}-\text{R}_{\text{C-heteroaryl}}$ ,

(O)  $-\text{R}_1\text{-aryl}$ ,

and where

$\text{R}_{\text{C}-3}$  at each occurrence is independently:

5 (A)  $-\text{H}$ ,

(B)  $-\text{C}_1\text{-C}_6$  alkyl optionally substituted with one, two or three substituents independently selected from the group consisting of  $\text{C}_1\text{-C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1\text{-C}_6$  alkoxy,  $-\text{O-phenyl}$ , and  $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,

10 (C)  $\text{C}_2\text{-C}_6$  alkenyl with one or two double bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of  $\text{C}_1\text{-C}_3$  alkyl, halogen,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1\text{-C}_6$  alkoxy,  $-\text{O-phenyl}$ , and  $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,

15 (D)  $\text{C}_2\text{-C}_6$  alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents independently selected from the group consisting of  $\text{C}_1\text{-C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1\text{-C}_6$  alkoxy,  $-\text{O-phenyl}$ , and  $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,

20 (E)  $-(\text{CH}_2)_{0-4}-\text{C}_3\text{-C}_7$  cycloalkyl, optionally substituted with 1, 2, or 3 groups that are independently selected from the group consisting of  $\text{C}_1\text{-C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1\text{-C}_6$  alkoxy,  $-\text{O-phenyl}$ , and  $-\text{NR}_{1-\text{a}}\text{R}_{1-\text{b}}$ ,

25 (F)  $-\text{R}_1\text{-aryl}$ ,

(G)  $-\text{R}_{\text{C-heteroaryl}}$ ,

(H)  $-\text{R}_1\text{-heterocycle}$ ,

(I)  $-(\text{C}_1\text{-C}_4 \text{ alkyl})-\text{R}_1\text{-aryl}$ ,

(J)  $-(\text{C}_1\text{-C}_4 \text{ alkyl})-\text{R}_{\text{C-heteroaryl}}$ ,

30 (K)  $-(\text{C}_1\text{-C}_4 \text{ alkyl})-\text{R}_1\text{-heterocycle}$ ,

(XVI)  $-\text{CH}(\text{R}_{\text{C-aryl}})_2$ ,

(XVII)  $-\text{CH}(\text{R}_{\text{C-heteroaryl}})_2$ ,

(XVIII)  $-\text{CH}(\text{R}_{\text{C-aryl}})(\text{R}_{\text{C-heteroaryl}})$ ,

(XIX) -cyclopentyl, -cyclohexyl, or -cycloheptyl ring fused to  $R_C$ -aryl or  $R_C$ -heteroaryl or  $R_1$ -heterocycle where  $R_C$ -aryl or  $R_C$ -heteroaryl or  $R_1$ -heterocycle are as defined above where one carbon of cyclopentyl, cyclohexyl, or -cycloheptyl is optionally replaced with NH,  $NR_{N-5}$ , O,  $S(=O)_{0-2}$ , and where cyclopentyl, cyclohexyl, or -cycloheptyl can be optionally substituted with one or two - $C_1$ - $C_3$  alkyl, -F, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1$ - $C_6$  alkoxy, =O, or  $-NR_{1-a}R_{1-b}$ ,

(XX)  $C_2$ - $C_{10}$  alkenyl optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1$ - $C_6$  alkoxy, -O-phenyl, and  $-NR_{1-a}R_{1-b}$ ,

(XXI)  $C_2$ - $C_{10}$  alkynyl optionally substituted with one, two or three substituents independently selected from the group consisting of  $C_1$ - $C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1$ - $C_6$  alkoxy, -O-phenyl, and  $-NR_{1-a}R_{1-b}$ ,

(XXI)  $-(CH_2)_{0-1}-CHR_{C-6}-(CH_2)_{0-1}-R_C$ -aryl wherein

$R_{C-6}$  is  $-(CH_2)_{0-6}-OH$ ,

(XXII)  $-(CH_2)_{0-1}-CHR_{C-6}-(CH_2)_{0-1}-R_C$ -heteroaryl,

(XXIII)  $-CH(-R_C$ -aryl or  $R_C$ -heteroaryl)-CO-O( $C_1$ - $C_4$  alkyl),

(XXIV)  $-CH(-CH_2-OH)-CH(-OH)-(C_1-C_4$  alkyl)- $NO_2$ ,

(XXV)  $-(C_1-C_6$  alkyl)-O-( $C_1-C_6$  alkyl)-OH,

(XXVII)  $-CH_2-NH-CH_2-CH(-O-CH_2-CH_3)_2$ ,

(XXVIII) -H, and

(XXIX)  $-(CH_2)_{0-6}-C(=NR_{1-a})(NR_{1-a}R_{1-b})$ .

28. A compound according to claim 27, wherein  $R_N$  is  $R_{N-1}C(O)-$ .

29. A compound according to claim 27, wherein  $R_N$  represents  $R_{N-1}C(O)-$ ; and  $R_1$  represents:

(I)  $-(CH_2)_{n_1}-(R_{1-aryl})$ , where  $n_1$  is zero or one and where  $R_{1-aryl}$  is phenyl, 1-naphthyl, 2-naphthyl, indanyl, indenyl,

dihydronaphthalyl, or tetralinyl optionally substituted with one, two, three, or four of the following substituents on the aryl ring:

(A) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one,  
5 two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(B) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds, optionally substituted with one, two or three substituents  
10 selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(C) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of  
15 -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(D) -F, Cl, -Br, or -I,

(F) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

(G) -NR<sub>N-2</sub>R<sub>N-3</sub>, where R<sub>N-2</sub> and R<sub>N-3</sub> are independently  
20 selected from the group consisting of:

(1) -H,

(2) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one substituent selected from the group consisting of:

(a) -OH, and

25 (b) -NH<sub>2</sub>,

(3) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one to three -F, -Cl, -Br, or -I,

(4) -C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(5) -(C<sub>1</sub>-C<sub>2</sub> alkyl)-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

30 (6) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>3</sub> alkyl),

(7) -C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds,

(8) -C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds,

(9) -C<sub>1</sub>-C<sub>6</sub> alkyl chain with one double bond and one triple bond,

(10) -R<sub>1</sub>-aryl, and

(11) -R<sub>1</sub>-heteroaryl,

5 (H) -OH,

(I) -C≡N,

(J) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N,

10 -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(K) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(L) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(M) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or

(N) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl), or

15 (II) -(CH<sub>2</sub>)<sub>n<sub>1</sub></sub>-(R<sub>1</sub>-heteroaryl), where n<sub>1</sub> is zero or one and

where R<sub>1</sub>-heteroaryl is selected from the group consisting of:

pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl,

20 isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indolizinyl,

indazolyl, benzothiazolyl, benzimidazolyl, benzofuranyl,

furanyl, thienyl, pyrrolyl, oxadiazolyl, thiadiazolyl,

triazolyl, tetrazolyl, oxazolopyridinyl, imidazopyridinyl,

isothiazolyl, naphthyridinyl, cinnolinyl, carbazolyl, beta-

25 carbolinyl, isochromanyl, chromanyl, tetrahydroisoquinolinyl,

isoindolinyl, isobenzotetrahydrofuranyl,

isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl,

pyridopyridinyl, benztetrahydrofuranyl, benztetrahydrothienyl,

purinyl, benzodioxolyl, triazinyl, phenoxazinyl, phenothiazinyl,

30 pteridinyl, benzothiazolyl, imidazopyridinyl, imidazothiazolyl,

dihydrobenzisoxazinyl, benzisoxazinyl, benzoxazinyl,

dihydrobenzisoctiazinyl, benzopyranyl, benzothiopyranyl,

coumarinyl, isocoumarinyl, chromonyl, chromanonyl, pyridinyl-N-

oxide, tetrahydroquinolinyl, dihydroquinolinyl,

35 dihydroquinolinonyl, dihydroisoquinolinonyl, dihydrocoumarinyl,

dihydroisocoumarinyl, isoindolinonyl, benzodioxanyl,  
 benzoxazolinonyl, pyrrolyl N-oxide, pyrimidinyl N-oxide,  
 pyridazinyl N-oxide, pyrazinyl N-oxide, quinolinyl N-oxide,  
 indolyl N-oxide, indolinyl N-oxide, isoquinolyl N-oxide,  
 5 quinazolinyl N-oxide, quinoxalinyl N-oxide, phthalazinyl N-oxide,  
 imidazolyl N-oxide, isoxazolyl N-oxide, oxazolyl N-oxide,  
 thiazolyl N-oxide, indoliziny N-oxide, indazolyl N-oxide,  
 benzothiazolyl N-oxide, benzimidazolyl N-oxide, pyrrolyl N-oxide,  
 oxadiazolyl N-oxide, thiadiazolyl N-oxide, triazolyl N-oxide,  
 10 tetrazolyl N-oxide, benzothiopyranyl S-oxide, and  
 benzothiopyranyl S,S-dioxide,

where the  $R_{1\text{-heteroaryl}}$  group is bonded to  $-(CH_2)_{n1}-$   
 by any ring atom of the parent  $R_{1\text{-heteroaryl}}$  group substituted by  
 hydrogen such that the new bond to the  $R_{1\text{-heteroaryl}}$  group replaces  
 15 the hydrogen atom and its bond, where heteroaryl is optionally  
 substituted with one, two, three, or four of:

(1)  $C_1-C_6$  alkyl optionally substituted with one,  
 two or three substituents selected from the group consisting of  
 $C_1-C_3$  alkyl, -F, -Cl, -Br, -I, -OH,  
 20 -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(2)  $C_2-C_6$  alkenyl with one or two double bonds,  
 optionally substituted with one, two or three substituents  
 selected from the group consisting of  
 -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ , where  
 25  $R_{1-a}$  and  $R_{1-b}$  are -H or  $C_1-C_6$  alkyl,

(3)  $C_2-C_6$  alkynyl with one or two triple bonds,  
 optionally substituted with one, two or three substituents  
 selected from the group consisting of  
 -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ , where  
 30  $R_{1-a}$  and  $R_{1-b}$  are -H or  $C_1-C_6$  alkyl,

(4) -F, Cl, -Br, or -I,

(6)  $-C_1-C_6$  alkoxy optionally substituted with one,  
 two, or three -F,

(7)  $-NR_{N-2}R_{N-3}$ ,

(8) -OH,

(9) -C≡N,

(10) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group

5 consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>, where R<sub>1-a</sub> and R<sub>1-b</sub> are -H or C<sub>1</sub>-C<sub>6</sub> alkyl,

(11) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(12) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(13) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or

10 (14) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl), with the proviso that when n<sub>1</sub> is zero R<sub>1-heteroaryl</sub> is not bonded to the carbon chain by nitrogen.

30. A compound according to claim 27, wherein R<sub>N</sub> represents R<sub>N-1</sub>C(O)-; and R<sub>N-1</sub> is selected from the group consisting of:

phenyl, 1-naphthyl, 2-naphthyl, tetralinyl, indanyl, dihydronaphthyl or 6,7,8,9-tetrahydro-5H-benzo[a]cycloheptenyl, each of which is optionally substituted with one, two or three of the following substituents which can be the same or different and are:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(2) -OH,

(3) -NO<sub>2</sub>,

(4) -F, -Cl, -Br, or -I,

(5) -CO-OH,

30 (6) -C≡N,

(7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,

(8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(9) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl with one, two or three double bonds),

(10)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12} \text{ alkynyl with one, two or three triple bonds}),$

(11)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_3-\text{C}_7 \text{ cycloalkyl}),$

(12)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-aryl},$

5 (13)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heteroaryl},$

(14)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heterocycle},$

(15)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_{\text{N}-4}$  where  $\text{R}_{\text{N}-4}$  is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of:  $\text{C}_1-\text{C}_6$  alkyl,

(16)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  is selected from the group consisting of:

15 (a)  $\text{C}_1-\text{C}_6$  alkyl,

(b)  $-(\text{CH}_2)_{0-2}-(\text{R}_1\text{-aryl}),$

(c)  $\text{C}_2-\text{C}_6$  alkenyl containing one or two double bonds,

(d)  $\text{C}_2-\text{C}_6$  alkynyl containing one or two triple bonds,

(e)  $\text{C}_3-\text{C}_7$  cycloalkyl, and

(f)  $-(\text{CH}_2)_{0-2}-(\text{R}_1\text{-heteroaryl}),$

(17)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3},$

(18)  $-(\text{CH}_2)_{0-4}-\text{SO}-(\text{C}_1-\text{C}_8 \text{ alkyl}),$

25 (19)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_1-\text{C}_{12} \text{ alkyl}),$

(20)  $-(\text{CH}_2)_{0-4}-\text{SO}_2-(\text{C}_3-\text{C}_7 \text{ cycloalkyl}),$

(21)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  can be the same or different,

(22)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,

(23)  $-(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,

(24)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different,

(25) -  $(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$  where  $\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  can be the same or different,

(26) -  $(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4}$ ,

(27) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,

5 (28) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{\text{N-aryl-1}})_2$  where  $\text{R}_{\text{N-aryl-1}}$  is -H or  $\text{C}_1-\text{C}_4$  alkyl,

(29) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(30) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(31) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2$ ,

10 (32) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2-\text{COOH}$ ,

(33) -  $(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})_2$ ,

(34) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five -F})$ ,

(35)  $\text{C}_3-\text{C}_7$  cycloalkyl,

15 (36)  $\text{C}_2-\text{C}_6$  alkenyl with one or two double bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(37)  $\text{C}_2-\text{C}_6$  alkynyl with one or two triple bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl, -F, -Cl, -Br, -I, 20 -OH, -SH,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(38) -  $(\text{CH}_2)_{0-4}-\text{N}(-\text{H} \text{ or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different and are as defined above, or

(39) -  $(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7$  cycloalkyl.

25

31. A compound according to claim 27, wherein  $\text{R}_{\text{N}}$  represents  $\text{R}_{\text{N}-1}\text{C}(\text{O})-$ ; and

$\text{R}_{\text{N}-1}$  is  $\text{R}_{\text{N-heteroaryl}}$  where  $\text{R}_{\text{N-heteroaryl}}$  is selected from the group consisting of:

30 pyridinyl, pyrimidinyl, quinolinyl, benzothienyl, indolyl, indolinyl, pyridazinyl, pyrazinyl, isoindolyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, pyrazolyl, oxazolyl, thiazolyl, indoliziny, indazolyl, benzothiazolyl, benzimidazolyl, benzofuranyl, furanyl, thienyl, 35 pyrrolyl, oxadiazolyl, thiadiazolyl, triazolyl, tetrazolyl,

oxazolopyridinyl, imidazopyridinyl, isothiazolyl, naphthyridinyl,  
cinnolinyl, carbazolyl, beta-carbolinyl, isochromanyl, chromanyl,  
tetrahydroisoquinolinyl, isoindolinyl, isobenzotetrahydrofuranlyl,  
isobenzotetrahydrothienyl, isobenzothienyl, benzoxazolyl,  
5 pyridopyridinyl,

where the  $R_{N\text{-heteroaryl}}$  group is bonded by any  
atom of the parent  $R_{N\text{-heteroaryl}}$  group substituted by hydrogen such  
that the new bond to the  $R_{N\text{-heteroaryl}}$  group replaces the hydrogen  
atom and its bond, where heteroaryl is optionally substituted  
10 with one, two, three, or four of:

(1)  $C_1\text{-}C_6$  alkyl, optionally substituted with  
one, two or three substituents selected from the group  
consisting of  $C_1\text{-}C_3$  alkyl, -F, -Cl, -Br, -I, -OH, -SH,  $\text{-C}\equiv\text{N}$ , -  
 $\text{CF}_3$ ,  $C_1\text{-}C_3$  alkoxy, and  $\text{-NR}_{1\text{-}a}\text{R}_{1\text{-}b}$ ,

- 15 (2) -OH,  
(3)  $\text{-NO}_2$ ,  
(4) -F, -Cl, -Br, or -I  
(5)  $\text{-CO-OH}$ ,  
(6)  $\text{-C}\equiv\text{N}$ ,  
20 (7)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-CO-NR}_{N\text{-}2}\text{R}_{N\text{-}3}$ ,  
(8)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-CO-(C}_1\text{-C}_{12}\text{ alkyl)}$ ,  
(9)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-CO-(C}_2\text{-C}_{12}\text{ alkenyl with one, two}$   
or three double bonds),  
(10)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-CO-(C}_2\text{-C}_{12}\text{ alkynyl with one,}$   
25 two or three triple bonds),  
(11)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-CO-(C}_3\text{-C}_7\text{ cycloalkyl)}$ ,  
(12)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-CO-R}_{1\text{-}aryl}$ ,  
(13)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-CO-R}_{1\text{-}heteroaryl}$ ,  
(14)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-CO-R}_{1\text{-}heterocycle}$ ,  
30 (15)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-CO-R}_{N\text{-}4}$ ,  
(16)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-CO-O-R}_{N\text{-}5}$ ,  
(17)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-SO}_2\text{-NR}_{N\text{-}2}\text{R}_{N\text{-}3}$ ,  
(18)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-SO-(C}_1\text{-C}_8\text{ alkyl)}$ ,  
(19)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-SO}_2\text{-(C}_1\text{-C}_{12}\text{ alkyl)}$ ,  
35 (20)  $\text{-(CH}_2\text{)}_{0\text{-}4}\text{-SO}_2\text{-(C}_3\text{-C}_7\text{ cycloalkyl)}$ ,

(21)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  can be the same or different,

(22)  $-(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,

5 (23)  $-(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,

(24)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different,

(25)  $-(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$  where  $\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  can  
10 be the same or different,

(26)  $-(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4}$ ,

(27)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,

(28)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{P}(\text{O})-(\text{OR}_{\text{N-aryl-1}})_2$  where  $\text{R}_{\text{N-aryl-1}}$   
is  $-\text{H}$  or  $\text{C}_1-\text{C}_4$  alkyl,

15 (29)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(30)  $-(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(31)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2$ ,

(32)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2-\text{COOH}$ ,

(33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})_2$ ,

20 (34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five } -\text{F})$ ,

(35)  $\text{C}_3-\text{C}_7$  cycloalkyl,

(36)  $\text{C}_2-\text{C}_6$  alkenyl with one or two double bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,

25  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(37)  $\text{C}_2-\text{C}_6$  alkynyl with one or two triple bonds optionally substituted with  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, or  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$   
30 and  $\text{R}_{\text{N}-2}$  can be the same or different, or

(39)  $-(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7$  cycloalkyl.

32. A compound according to claim 27, wherein  $\text{R}_{\text{N}}$  represents  $\text{R}_{\text{N}-1}\text{C}(\text{O})-$ ; and

R<sub>N-1</sub> is phenyl, 1-naphthyl, or 2-naphthyl, each of which is optionally substituted with one, two or three of the following substituents which can be the same or different and are:

- (1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub> where R<sub>1-a</sub> and R<sub>1-b</sub> are as defined above,
- (2) -OH,
- (3) -NO<sub>2</sub>,
- (4) -F, -Cl, -Br, or -I,
- (5) -CO-OH,
- (6) -C≡N,
- (7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,
- (8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),
- (9) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl with one, two or three double bonds),
- (10) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl with one, two or three triple bonds),
- (11) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),
- (12) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-aryl</sub>,
- (13) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heteroaryl</sub>,
- (14) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heterocycle</sub>,
- (15) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> where R<sub>N-4</sub> is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of: C<sub>1</sub>-C<sub>6</sub> alkyl,
- (16) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> is selected from the group consisting of:
  - (a) C<sub>1</sub>-C<sub>6</sub> alkyl,
  - (b) -(CH<sub>2</sub>)<sub>0-2</sub>-(R<sub>1-aryl</sub>),
  - (c) C<sub>2</sub>-C<sub>6</sub> alkenyl containing one or two double bonds,

(d) C<sub>2</sub>-C<sub>6</sub> alkynyl containing one or two triple bonds,

(e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, and

(f) - (CH<sub>2</sub>)<sub>0-2</sub> - (R<sub>1</sub>-heteroaryl),

- 5 (17) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - NR<sub>N-2</sub>R<sub>N-3</sub>,  
 (18) - (CH<sub>2</sub>)<sub>0-4</sub> - SO - (C<sub>1</sub>-C<sub>8</sub> alkyl),  
 (19) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - (C<sub>1</sub>-C<sub>12</sub> alkyl),  
 (20) - (CH<sub>2</sub>)<sub>0-4</sub> - SO<sub>2</sub> - (C<sub>3</sub>-C<sub>7</sub> cycloalkyl),  
 (21) - (CH<sub>2</sub>)<sub>0-4</sub> - N(H or R<sub>N-5</sub>) - CO - O - R<sub>N-5</sub> where R<sub>N-</sub>

10 <sub>5</sub> can be the same or different,

(22) - (CH<sub>2</sub>)<sub>0-4</sub> - N(H or R<sub>N-5</sub>) - CO - N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

(23) - (CH<sub>2</sub>)<sub>0-4</sub> - N - CS - N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

15 (24) - (CH<sub>2</sub>)<sub>0-4</sub> - N(-H or R<sub>N-5</sub>) - CO - R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different,

(25) - (CH<sub>2</sub>)<sub>0-4</sub> - NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> can be the same or different,

(26) - (CH<sub>2</sub>)<sub>0-4</sub> - R<sub>N-4</sub> where R<sub>N-4</sub>,

20 (27) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CO - (C<sub>1</sub>-C<sub>6</sub> alkyl),

(28) - (CH<sub>2</sub>)<sub>0-4</sub> - O - P(O) - (OR<sub>N-aryl-1</sub>)<sub>2</sub> where R<sub>N-aryl-1</sub> is -H or C<sub>1</sub>-C<sub>4</sub> alkyl,

(29) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CO - N(R<sub>N-5</sub>)<sub>2</sub>,

(30) - (CH<sub>2</sub>)<sub>0-4</sub> - O - CS - N(R<sub>N-5</sub>)<sub>2</sub>,

25 (31) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (R<sub>N-5</sub>)<sub>2</sub>,

(32) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (R<sub>N-5</sub>)<sub>2</sub> - COOH,

(33) - (CH<sub>2</sub>)<sub>0-4</sub> - S - (R<sub>N-5</sub>)<sub>2</sub>,

(34) - (CH<sub>2</sub>)<sub>0-4</sub> - O - (C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two, three, four, or five -F),

30 (35) C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(36) C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(37) C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds optionally substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, or -NR<sub>1-a</sub>R<sub>1-b</sub>,

(38) -(CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-SO<sub>2</sub>-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different, or

(39) -(CH<sub>2</sub>)<sub>0-4</sub>-C<sub>3</sub>-C<sub>7</sub> cycloalkyl.

33. A compound according to claim 27, wherein R<sub>N</sub> represents R<sub>N-1</sub>C(O)-; and

R<sub>N-1</sub> is phenyl optionally substituted with one, two or three of the following substituents which can be the same or different and are:

(1) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with one, two or three substituents selected from the group consisting of C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(2) -OH,

(3) -NO<sub>2</sub>,

(4) -F, -Cl, -Br, or -I,

(5) -CO-OH,

(6) -C≡N,

(7) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-NR<sub>N-2</sub>R<sub>N-3</sub>,

(8) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>1</sub>-C<sub>12</sub> alkyl),

(9) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkenyl with one, two or three double bonds),

(10) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>2</sub>-C<sub>12</sub> alkynyl with one, two or three triple bonds),

(11) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

(12) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-aryl</sub>,

(13) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heteroaryl</sub>,

(14) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>1-heterocycle</sub>,

(15) -(CH<sub>2</sub>)<sub>0-4</sub>-CO-R<sub>N-4</sub> where R<sub>N-4</sub> is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl,

homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally substituted with one, two, three, or four of: C<sub>1</sub>-C<sub>6</sub> alkyl,

(16) - (CH<sub>2</sub>)<sub>0-4</sub>-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> is selected

5 from the group consisting of:

(a) C<sub>1</sub>-C<sub>6</sub> alkyl,

(b) - (CH<sub>2</sub>)<sub>0-2</sub>- (R<sub>1-aryl</sub>) ,

(c) C<sub>2</sub>-C<sub>6</sub> alkenyl containing one or two double bonds,

10 (d) C<sub>2</sub>-C<sub>6</sub> alkynyl containing one or two triple bonds,

(e) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, and

(f) - (CH<sub>2</sub>)<sub>0-2</sub>- (R<sub>1-heteroaryl</sub>) ,

(17) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>-NR<sub>N-2</sub>R<sub>N-3</sub>

15 (18) - (CH<sub>2</sub>)<sub>0-4</sub>-SO- (C<sub>1</sub>-C<sub>8</sub> alkyl) ,

(19) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>- (C<sub>1</sub>-C<sub>12</sub> alkyl) ,

(20) - (CH<sub>2</sub>)<sub>0-4</sub>-SO<sub>2</sub>- (C<sub>3</sub>-C<sub>7</sub> cycloalkyl) ,

(21) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub> )-CO-O-R<sub>N-5</sub> where R<sub>N-5</sub> can be the same or different,

20 (22) - (CH<sub>2</sub>)<sub>0-4</sub>-N(H or R<sub>N-5</sub> )-CO-N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

(23) - (CH<sub>2</sub>)<sub>0-4</sub>-N-CS-N(R<sub>N-5</sub>)<sub>2</sub>, where R<sub>N-5</sub> can be the same or different,

(24) - (CH<sub>2</sub>)<sub>0-4</sub>-N(-H or R<sub>N-5</sub>)-CO-R<sub>N-2</sub> where R<sub>N-5</sub> and R<sub>N-2</sub> can be the same or different,

(25) - (CH<sub>2</sub>)<sub>0-4</sub>-NR<sub>N-2</sub>R<sub>N-3</sub> where R<sub>N-2</sub> and R<sub>N-3</sub> can be the same or different,

(26) - (CH<sub>2</sub>)<sub>0-4</sub>-R<sub>N-4</sub>,

(27) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO- (C<sub>1</sub>-C<sub>6</sub> alkyl) ,

30 (28) - (CH<sub>2</sub>)<sub>0-4</sub>-O-P(O) - (OR<sub>N-aryl-1</sub>)<sub>2</sub> where R<sub>N-aryl-1</sub> is -H or C<sub>1</sub>-C<sub>4</sub> alkyl,

(29) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CO-N(R<sub>N-5</sub>)<sub>2</sub>,

(30) - (CH<sub>2</sub>)<sub>0-4</sub>-O-CS-N(R<sub>N-5</sub>)<sub>2</sub>,

(31) - (CH<sub>2</sub>)<sub>0-4</sub>-O- (R<sub>N-5</sub>)<sub>2</sub>,

35 (32) - (CH<sub>2</sub>)<sub>0-4</sub>-O- ( R<sub>N-5</sub>)<sub>2</sub>-COOH,

(33)  $-(\text{CH}_2)_{0-4}-\text{S}-(\text{R}_{\text{N}-5})_2$ ,

(34)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five } -\text{F})$ ,

(35)  $\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ ,

5 (36)  $\text{C}_2-\text{C}_6 \text{ alkenyl with one or two double bonds optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F, } -\text{Cl, } -\text{Br, } -\text{I, } -\text{OH, } -\text{SH, } -\text{C}\equiv\text{N, } -\text{CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, or } -\text{NR}_{1-a}\text{R}_{1-b}$ ,

(37)  $\text{C}_2-\text{C}_6 \text{ alkynyl with one or two triple bonds optionally substituted with } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F, } -\text{Cl, } -\text{Br, } -\text{I, } -\text{OH, } -\text{SH, } -\text{C}\equiv\text{N, } -\text{CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, or } -\text{NR}_{1-a}\text{R}_{1-b}$ ,

10 (38)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different, or

(39)  $-(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ .

15 34. A compound according to claim 27, wherein  $\text{R}_{\text{N}}$  represents  $\text{R}_{\text{N}-1}\text{C}(\text{O})-$ ; and  $\text{R}_{\text{N}-1}$  is phenyl of which is optionally substituted with one, two or three of the following substituents which can be the same or different and are:

20 (1)  $\text{C}_1-\text{C}_6 \text{ alkyl, optionally substituted with one, two or three substituents selected from the group consisting of } \text{C}_1-\text{C}_3 \text{ alkyl, } -\text{F, } -\text{Cl, } -\text{Br, } -\text{I, } -\text{OH, } -\text{SH, } -\text{C}\equiv\text{N, } -\text{CF}_3, \text{ C}_1-\text{C}_3 \text{ alkoxy, and } -\text{NR}_{1-a}\text{R}_{1-b}$ ,

(2)  $-\text{OH}$ ,

25 (3)  $-\text{NO}_2$ ,

(4)  $-\text{F, } -\text{Cl, } -\text{Br, or } -\text{I}$ ,

(5)  $-\text{CO}-\text{OH}$ ,

(6)  $-\text{C}\equiv\text{N}$ ,

(7)  $-(\text{CH}_2)_{0-4}-\text{CO}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ ,

30 (8)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_1-\text{C}_{12} \text{ alkyl})$ ,

(9)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12} \text{ alkenyl with one, two or three double bonds})$ ,

(10)  $-(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_2-\text{C}_{12} \text{ alkynyl with one, two or three triple bonds})$ ,

(11) -  $(\text{CH}_2)_{0-4}-\text{CO}-(\text{C}_3-\text{C}_7 \text{ cycloalkyl})$ ,

(12) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-aryl}$ ,

(13) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heteroaryl}$ ,

(14) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_1\text{-heterocycle}$ ,

5 (15) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{R}_{\text{N}-4}$  where  $\text{R}_{\text{N}-4}$  is selected from the group consisting of morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl where each group is optionally  
10 substituted with one, two, three, or four of:  $\text{C}_1-\text{C}_6$  alkyl,  
(16) -  $(\text{CH}_2)_{0-4}-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  is selected from the group consisting of:

(a)  $\text{C}_1-\text{C}_6$  alkyl,

15 (b) -  $(\text{CH}_2)_{0-2}-(\text{R}_1\text{-aryl})$  where  $\text{R}_1\text{-aryl}$  is as defined above,

(c)  $\text{C}_2-\text{C}_6$  alkenyl containing one or two double bonds,

(d)  $\text{C}_2-\text{C}_6$  alkynyl containing one or two triple bonds, and

20 (e)  $\text{C}_3-\text{C}_7$  cycloalkyl,

(17) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{O}-\text{R}_{\text{N}-5}$  where  $\text{R}_{\text{N}-5}$  can be the same or different and is as defined above,

(18) -  $(\text{CH}_2)_{0-4}-\text{N}(\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,

25 (19) -  $(\text{CH}_2)_{0-4}-\text{N}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ , where  $\text{R}_{\text{N}-5}$  can be the same or different,

(20) -  $(\text{CH}_2)_{0-4}-\text{N}(-\text{H or } \text{R}_{\text{N}-5})-\text{CO}-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$  and  $\text{R}_{\text{N}-2}$  can be the same or different,

30 (21) -  $(\text{CH}_2)_{0-4}-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$  where  $\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  can be the same or different,

(22) -  $(\text{CH}_2)_{0-4}-\text{R}_{\text{N}-4}$ ,

(23) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-(\text{C}_1-\text{C}_6 \text{ alkyl})$ ,

(24) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CO}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

(25) -  $(\text{CH}_2)_{0-4}-\text{O}-\text{CS}-\text{N}(\text{R}_{\text{N}-5})_2$ ,

35 (26) -  $(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2$ ,

(27)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{R}_{\text{N}-5})_2-\text{COOH}$ ,

(28)  $-(\text{CH}_2)_{0-4}-\text{O}-(\text{C}_1-\text{C}_6 \text{ alkyl optionally substituted with one, two, three, four, or five } -\text{F})$ ,

(29)  $-(\text{CH}_2)_{0-4}-\text{N}(-\text{H} \text{ or } \text{R}_{\text{N}-5})-\text{SO}_2-\text{R}_{\text{N}-2}$  where  $\text{R}_{\text{N}-5}$   
5 and  $\text{R}_{\text{N}-2}$  can be the same or different, or

(39)  $-(\text{CH}_2)_{0-4}-\text{C}_3-\text{C}_7 \text{ cycloalkyl}$ .

35. A compound according to claim 27, wherein  $\text{R}_{\text{N}}$  represents  $\text{R}_{\text{N}-1}\text{C}(\text{O})-$ ; and

10  $\text{R}_1$  represents  $-(\text{CH}_2)_{n_1}$ -phenyl where  $n_1$  is zero or one and where phenyl is optionally substituted with one, two, or three of the following substituents which are the same or different:

(A)  $\text{C}_1-\text{C}_6$  alkyl optionally substituted with one, two or three substituents selected from the group consisting of  
15  $\text{C}_1-\text{C}_3$  alkyl,  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{Br}$ ,  $-\text{I}$ ,  $-\text{OH}$ ,  
 $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(B)  $\text{C}_2-\text{C}_6$  alkenyl with one or two double bonds, optionally substituted with one, two or three substituents selected from the group consisting of  
20  $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

(C)  $\text{C}_2-\text{C}_6$  alkynyl with one or two triple bonds, optionally substituted with one, two or three substituents selected from the group consisting of  
 $-\text{F}$ ,  $-\text{Cl}$ ,  $-\text{OH}$ ,  $-\text{SH}$ ,  $-\text{C}\equiv\text{N}$ ,  $-\text{CF}_3$ ,  $\text{C}_1-\text{C}_3$  alkoxy, and  $-\text{NR}_{1-a}\text{R}_{1-b}$ ,

25 (D)  $-\text{F}$ ,  $\text{Cl}$ ,  $-\text{Br}$ , or  $-\text{I}$ ,

(F)  $-\text{C}_1-\text{C}_6$  alkoxy optionally substituted with one, two, or three  $-\text{F}$ ,

(G)  $-\text{NR}_{\text{N}-2}\text{R}_{\text{N}-3}$ , where  $\text{R}_{\text{N}-2}$  and  $\text{R}_{\text{N}-3}$  are independently selected from the group consisting of:

30 (1)  $-\text{H}$ ,

(2)  $-\text{C}_1-\text{C}_6$  alkyl optionally substituted with one substituent selected from the group consisting of:

(a)  $-\text{OH}$ , and

(b)  $-\text{NH}_2$ ,

(3) -C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one to three -F, -Cl, -Br, or -I,

(4) -C<sub>3</sub>-C<sub>7</sub> cycloalkyl,

(5) -(C<sub>1</sub>-C<sub>2</sub> alkyl)-(C<sub>3</sub>-C<sub>7</sub> cycloalkyl),

5 (6) -(C<sub>1</sub>-C<sub>6</sub> alkyl)-O-(C<sub>1</sub>-C<sub>3</sub> alkyl),

(7) -C<sub>2</sub>-C<sub>6</sub> alkenyl with one or two double bonds,

(8) -C<sub>2</sub>-C<sub>6</sub> alkynyl with one or two triple bonds,

10 (9) -C<sub>1</sub>-C<sub>6</sub> alkyl chain with one double bond and one triple bond,

(10) -R<sub>1</sub>-aryl, and

(11) -R<sub>1</sub>-heteroaryl,

(H) -OH,

15 (I) -C≡N,

(J) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

20 (K) -CO-(C<sub>1</sub>-C<sub>4</sub> alkyl),

(L) -SO<sub>2</sub>-NR<sub>1-a</sub>R<sub>1-b</sub>,

(M) -CO-NR<sub>1-a</sub>R<sub>1-b</sub>, or

(N) -SO<sub>2</sub>-(C<sub>1</sub>-C<sub>4</sub> alkyl).

25 36. A compound according to claim 27, wherein R<sub>1</sub> is phenyl(C<sub>1</sub>-C<sub>6</sub>)alkyl groups where the phenyl is optionally substituted with one or two groups independently selected from

(A) C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with one, two or three substituents selected from the group consisting of

30 C<sub>1</sub>-C<sub>3</sub> alkyl, -F, -Cl, -Br, -I, -OH, -SH, -C≡N, -CF<sub>3</sub>, C<sub>1</sub>-C<sub>3</sub> alkoxy, and -NR<sub>1-a</sub>R<sub>1-b</sub>,

(B) -F, Cl, -Br, or -I,

(C) -C<sub>1</sub>-C<sub>6</sub> alkoxy optionally substituted with one, two, or three -F,

(D)  $-NR_{N-2}R_{N-3}$ , where  $R_{N-2}$  and  $R_{N-3}$  are independently selected from the group consisting of:

(1) -H,

(2)  $-C_1-C_6$  alkyl optionally substituted with one substituent selected from the group consisting of:

(a) -OH, and

(b)  $-NH_2$ ,

(3)  $-C_1-C_6$  alkyl optionally substituted with one to three -F, -Cl, -Br, or -I,

(4)  $-C_3-C_7$  cycloalkyl,

(5)  $-(C_1-C_2 \text{ alkyl})-(C_3-C_7 \text{ cycloalkyl})$ ,

(6)  $-(C_1-C_6 \text{ alkyl})-O-(C_1-C_3 \text{ alkyl})$ ,

(9)  $-C_1-C_6$  alkyl chain with one double bond and one triple bond,

(E) -OH,

(F)  $-C\equiv N$ ,

(G)  $C_3-C_7$  cycloalkyl, optionally substituted with one, two or three substituents selected from the group consisting of -F, -Cl, -OH, -SH,  $-C\equiv N$ ,  $-CF_3$ ,  $C_1-C_3$  alkoxy, and  $-NR_{1-a}R_{1-b}$ ,

(H)  $-CO-(C_1-C_4 \text{ alkyl})$ ,

(I)  $-SO_2-NR_{1-a}R_{1-b}$ , or

(J)  $-CO-NR_{1-a}R_{1-b}$ .

37. A compound according to claim 27, wherein  $R_1$  is benzyl, 4-hydroxybenzyl, 2-fluoro-4-propylbenzyl, 3-amino-4-bromobenzyl; 3-chloro-5-methylphenethyl, 3,5-difluorobenzyl, 2-methylphenylpropyl, 4-trifluoromethylbenzyl, 4-trifluoromethylphenethyl, 2,3-dichlorobenzyl, and 2-chloro-4-cyanobenzyl.

## INTERNATIONAL SEARCH REPORT

International Application No

PCT/US 02/36999

## A. CLASSIFICATION OF SUBJECT MATTER

IPC 7 C07C235/84 A61K31/165 A61P25/28

According to International Patent Classification (IPC) or to both national classification and IPC

## B. FIELDS SEARCHED

Minimum documentation searched (classification system followed by classification symbols)

IPC 7 C07C A61K

Documentation searched other than minimum documentation to the extent that such documents are included in the fields searched

Electronic data base consulted during the international search (name of data base and, where practical, search terms used)

EPO-Internal, CHEM ABS Data

## C. DOCUMENTS CONSIDERED TO BE RELEVANT

Category *	Citation of document, with indication, where appropriate, of the relevant passages	Relevant to claim No.
A	WO 01 70672 A (ELAN PHARM INC) 27 September 2001 (2001-09-27) page 142; tables 1,2 ---	1,24
E	WO 02 100818 A (CHRUSCIEL ROBERT ALAN ;SCHOSTAREZ HEINRICH JOSEF (US); UPJOHN CO ( ) 19 December 2002 (2002-12-19) pages 100, 105, 112, 127, 142, 144, 145; claim 1; abstract ---	1,24
A,P	US 2002/016320 A1 (JOHN VARGHESE ET AL) 7 February 2002 (2002-02-07) page 41 -page 45 ---	1,24
A,P	US 2002/128255 A1 (JAGODZINSKA BARBARA ET AL) 12 September 2002 (2002-09-12) abstract; claim 1 --- -/--	1,24

☒ Further documents are listed in the continuation of box C.☒ Patent family members are listed in annex.

## \* Special categories of cited documents :

- \*A\* document defining the general state of the art which is not considered to be of particular relevance
- \*E\* earlier document but published on or after the international filing date
- \*L\* document which may throw doubts on priority claim(s) or which is cited to establish the publication date of another citation or other special reason (as specified)
- \*O\* document referring to an oral disclosure, use, exhibition or other means
- \*P\* document published prior to the international filing date but later than the priority date claimed

- \*T\* later document published after the international filing date or priority date and not in conflict with the application but cited to understand the principle or theory underlying the invention
- \*X\* document of particular relevance; the claimed invention cannot be considered novel or cannot be considered to involve an inventive step when the document is taken alone
- \*Y\* document of particular relevance; the claimed invention cannot be considered to involve an inventive step when the document is combined with one or more other such documents, such combination being obvious to a person skilled in the art.
- \*G\* document member of the same patent family

Date of the actual completion of the international search

4 March 2003

Date of mailing of the international search report

10/03/2003

Name and mailing address of the ISA

European Patent Office, P.B. 5818 Patentlaan 2  
NL - 2280 HV Rijswijk  
Tel. (+31-70) 340-2040, Tx. 31 651 epo nl,  
Fax: (+31-70) 340-3016

Authorized officer

Rufet, J

## INTERNATIONAL SEARCH REPORT

Internat Application No

PCT/US 02/36999

## C.(Continuation) DOCUMENTS CONSIDERED TO BE RELEVANT

Category *	Citation of document, with indication, where appropriate, of the relevant passages	Relevant to claim No.
A,P	WO 02 02520 A (UPJOHN CO ;ELAN PHARM INC (US)) 10 January 2002 (2002-01-10) abstract; claim 1 ---	1,24
A,P	WO 02 02505 A (ELAN PHARM INC) 10 January 2002 (2002-01-10) abstract; claims 1-10 ---	1,24
A,P	WO 02 02512 A (UPJOHN CO ;ELAN PHARM INC (US)) 10 January 2002 (2002-01-10) abstract; claim 1 -----	1,24

## FURTHER INFORMATION CONTINUED FROM PCT/ISA/ 210

Continuation of Box I.2

Claims Nos.: 1-5,8-11,14-23,26-37 all partially

Present claims 1-23,26-37 relate to an extremely large number of possible compounds. Support within the meaning of Article 6 PCT and/or disclosure within the meaning of Article 5 PCT is to be found, however, for only a very small proportion of the compounds/products/apparatus/methods claimed. In the present case, the claims so lack support, and the application so lacks disclosure, that a meaningful search over the whole of the claimed scope is impossible. Consequently, the search has been carried out for those parts of the claims which appear to be supported and disclosed, namely those parts relating to the compounds according to formula (I) wherein:

n = 0,  
R20 is hydrogen,  
RN according to claim 33,  
R1 according to claim 35, wherein n1 is 1,  
Rc is -O-RA, -NHRA, -N(R20)(RA) or -N(RA)2, wherein RA and R20 are defined according to claim 1.

It is stressed that the subject-matter of claims 6,7,12 and 13 is not falling under this limitation.

The applicant's attention is drawn to the fact that claims, or parts of claims, relating to inventions in respect of which no international search report has been established need not be the subject of an international preliminary examination (Rule 66.1(e) PCT). The applicant is advised that the EPO policy when acting as an International Preliminary Examining Authority is normally not to carry out a preliminary examination on matter which has not been searched. This is the case irrespective of whether or not the claims are amended following receipt of the search report or during any Chapter II procedure.

# INTERNATIONAL SEARCH REPORT

International application No.  
PCT/US 02/36999

## Box I Observations where certain claims were found unsearchable (Continuation of item 1 of first sheet)

This International Search Report has not been established in respect of certain claims under Article 17(2)(a) for the following reasons:

1. ☒ Claims Nos.:  
because they relate to subject matter not required to be searched by this Authority, namely:  
  
Although claim 25 is directed to a method of treatment of the human/animal body, the search has been carried out and based on the alleged effects of the compounds of formula (I) with the abovementioned limitation.
2. ☒ Claims Nos.: 1-5,8-11,14-23,26-37 all partially  
because they relate to parts of the International Application that do not comply with the prescribed requirements to such an extent that no meaningful International Search can be carried out, specifically:  
  
see FURTHER INFORMATION sheet PCT/ISA/210
3. ☐ Claims Nos.:  
because they are dependent claims and are not drafted in accordance with the second and third sentences of Rule 6.4(a).

## Box II Observations where unity of invention is lacking (Continuation of item 2 of first sheet)

This International Searching Authority found multiple inventions in this international application, as follows:

1. ☐ As all required additional search fees were timely paid by the applicant, this International Search Report covers all searchable claims.
2. ☐ As all searchable claims could be searched without effort justifying an additional fee, this Authority did not invite payment of any additional fee.
3. ☐ As only some of the required additional search fees were timely paid by the applicant, this International Search Report covers only those claims for which fees were paid, specifically claims Nos.:
4. ☐ No required additional search fees were timely paid by the applicant. Consequently, this International Search Report is restricted to the invention first mentioned in the claims; it is covered by claims Nos.:

Remark on Protest

- ☐ The additional search fees were accompanied by the applicant's protest.
- ☐ No protest accompanied the payment of additional search fees.

## INTERNATIONAL SEARCH REPORT

Information on patent family members

International Application No

PCT/US 02/36999

Patent document cited in search report		Publication date	Patent family member(s)	Publication date
WO 0170672	A	27-09-2001	AU 5295801 A EP 1265849 A2 WO 0170672 A2 US 2002022623 A1 US 2002019403 A1 US 2003013881 A1	03-10-2001 18-12-2002 27-09-2001 21-02-2002 14-02-2002 16-01-2003
WO 02100818	A	19-12-2002	WO 02100818 A2	19-12-2002
US 2002016320	A1	07-02-2002	AU 7168601 A AU 7309401 A AU 7311301 A AU 7313201 A AU 7313701 A WO 0202505 A2 WO 0202518 A2 WO 0202506 A2 WO 0202520 A2 WO 0202512 A2 US 2002143177 A1 US 2002128255 A1	14-01-2002 14-01-2002 14-01-2002 14-01-2002 14-01-2002 10-01-2002 10-01-2002 10-01-2002 10-01-2002 10-01-2002 03-10-2002 12-09-2002
US 2002128255	A1	12-09-2002	AU 7168601 A AU 7309401 A AU 7311301 A AU 7313201 A AU 7313701 A WO 0202505 A2 WO 0202518 A2 WO 0202506 A2 WO 0202520 A2 WO 0202512 A2 US 2002143177 A1 US 2002016320 A1	14-01-2002 14-01-2002 14-01-2002 14-01-2002 14-01-2002 10-01-2002 10-01-2002 10-01-2002 10-01-2002 10-01-2002 03-10-2002 07-02-2002
WO 0202520	A	10-01-2002	US 2002143177 A1 AU 7168601 A AU 7309401 A AU 7311301 A AU 7313201 A AU 7313701 A WO 0202505 A2 WO 0202518 A2 WO 0202506 A2 WO 0202520 A2 WO 0202512 A2 US 2002128255 A1 US 2002016320 A1	03-10-2002 14-01-2002 14-01-2002 14-01-2002 14-01-2002 14-01-2002 10-01-2002 10-01-2002 10-01-2002 10-01-2002 10-01-2002 12-09-2002 07-02-2002
WO 0202505	A	10-01-2002	AU 7168601 A AU 7309401 A AU 7311301 A AU 7313201 A AU 7313701 A WO 0202505 A2 WO 0202518 A2 WO 0202506 A2 WO 0202520 A2	14-01-2002 14-01-2002 14-01-2002 14-01-2002 14-01-2002 10-01-2002 10-01-2002 10-01-2002 10-01-2002

## INTERNATIONAL SEARCH REPORT

ation on patent family members

Internat Application No

PCT/US 02/36999

Patent document cited in search report	Publication date	Patent family member(s)	Publication date
WO 0202505	A	WO 0202512 A2	10-01-2002
		US 2002143177 A1	03-10-2002
		US 2002128255 A1	12-09-2002
		US 2002016320 A1	07-02-2002
WO 0202512	A 10-01-2002	AU 7168601 A	14-01-2002
		AU 7309401 A	14-01-2002
		AU 7311301 A	14-01-2002
		AU 7313201 A	14-01-2002
		AU 7313701 A	14-01-2002
		WO 0202505 A2	10-01-2002
		WO 0202518 A2	10-01-2002
		WO 0202506 A2	10-01-2002
		WO 0202520 A2	10-01-2002
		WO 0202512 A2	10-01-2002
		US 2002143177 A1	03-10-2002
		US 2002128255 A1	12-09-2002
		US 2002016320 A1	07-02-2002